



THE UNITED STATES  
CORPORATION  
COMPANY

515751

99 FILED  
AUG -5 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 330531 7160018  
AUTHORIZATION : *Patricia Pignotti*  
COST LIMIT : \$ 70.00

ORDER DATE : August 4, 1999

ORDER TIME : 11:32 AM

ORDER NO. : 330531-005

CUSTOMER NO: 7160018

CUSTOMER: Julia Brown, Legal Assistant  
Comfort Systems Usa, Inc.  
777 Post Oak Boulevard  
Suite 500  
Houston, TX 77056

*Merge & Name Change*

400002951894--7

ARTICLES OF MERGER

ALLTEMP SERVICES, INC.

INTO

THE DRAKE CORPORATION  
N/C TO: COMFORT SYSTEMS USA  
(FLORIDA), INC.

RECEIVED  
99 AUG -5 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX \_\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Janine Lazzarini  
EXAMINER'S INITIALS:

*AJR*  
*8/6/99*

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

ALL TEMP SERVICES, INC., a Florida corporation 353611

INTO

THE DRAKE CORPORATION which changed its name to

**COMFORT SYSTEMS USA (FLORIDA), INC.**, a Florida corporation, 515751.

File date: August 5, 1999

Corporate Specialist: Annette Ramsey

Account number: 072100000032

Account charged: 70.00

ARTICLES OF MERGER  
OF  
ALL TEMP SERVICES, INC.  
AND  
THE DRAKE CORPORATION

FILED  
99 AUG -5 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To the Secretary of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic corporations herein named do hereby adopt the following articles of merger.

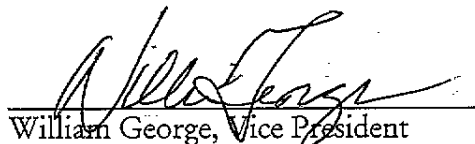
1. Annexed hereto and made a part hereof is the Plan of Merger for merging All Temp Services, Inc., a Florida corporation with and into The Drake Corporation, a Florida corporation as approved and adopted by written consent of the sole stockholder and sole director of All Temp Services, Inc. on July 30, 1999 and approved and adopted by written consent of the sole stockholder and the sole director of The Drake Corporation on July 30, 1999, pursuant to the provisions of Section 607.0704 of the Florida Business Corporation Act.

2. The Drake Corporation will continue its existence as the surviving corporation under the name COMFORT SYSTEMS USA (FLORIDA), INC. pursuant to the provisions of the Florida Business Corporation Act.

Executed on this 31<sup>st</sup> day of July, 1999.

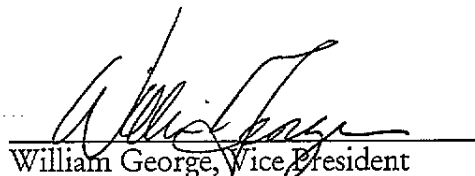
ALL TEMP SERVICES, INC.

By:

  
William George, Vice President

THE DRAKE CORPORATION

By:

  
William George, Vice President

## PLAN OF MERGER

PLAN OF MERGER adopted for All Temp Services, Inc., a business corporation organized under the laws of the State of Florida, by resolution of its sole director on July 30, 1999, and adopted for The Drake Corporation, a business corporation organized under the laws of the State of Florida, by resolution of its sole director on July 30, 1999.

1. All Temp Services, Inc. and The Drake Corporation shall, pursuant to the provisions of the Florida Business Corporation Act, be merged with and into a single corporation, to wit, The Drake Corporation, which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "Surviving Corporation", and which shall continue to exist as said surviving corporation under the name Comfort Systems USA (Florida), Inc. pursuant to the provisions of the Florida Business Corporation Act. The separate existence of All Temp Services, Inc., which is sometimes hereinafter referred to as the "Non-Surviving Corporation", shall cease at the effective time and date of the merger in accordance with the provisions of the Florida Business Corporation Act.

2. The Articles of Incorporation of the surviving corporation at the effective time and date of the merger shall be the Articles of Incorporation of said surviving corporation except Article One, relating to the name of the corporation. The new Article One will read as follows:

Article One - The name of the corporation is Comfort Systems USA (Florida), Inc.

and said Articles of Incorporation as herein amended and changed shall continue in full force and effect until further amended and changed in the manner prescribed by the provisions of the Florida Business Corporation Act.

3. The present bylaws of the Surviving Corporation will be the bylaws of said Surviving Corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Florida Business Corporation Act.
4. The directors and officers in office of the Surviving Corporation at the effective time and date of the merger shall be the members of the first Board of Directors and the first officers of the Surviving Corporation, all of whom shall hold their respective offices until the election and qualification of their successors or until their tenure is otherwise terminated in accordance with the bylaws of the Surviving Corporation.
5. Each issued share of the Non-Surviving Corporation immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be

cancelled. No shares of the Surviving corporation will be issued in exchange for the surrendered shares of the Non-Surviving Corporation. The issued shares of the Surviving Corporation shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall continue to represent one issued share of the Surviving Corporation.

6. The Plan of Merger herein made and approved shall be submitted to the shareholders of the Non-Surviving Corporation and to the shareholders of the Surviving Corporation for their approval or rejection in the manner prescribed by the provisions of the Florida Business Corporation Act.
7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the Non-Surviving Corporation and by the shareholders entitled to vote of the Surviving Corporation in the manner prescribed by the provisions of the Florida Business Corporation Act, the Non-Surviving Corporation and the Surviving Corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.
8. The Board of Directors and the proper officers of the Non-Surviving Corporation and the Board of Directors and the proper officers of the Surviving Corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

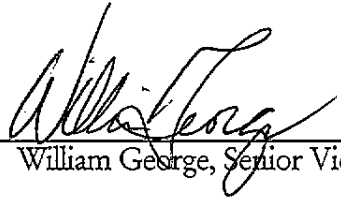
## CONSENT TO USE OF NAME

Pursuant to Section 607.0403 of the Florida Business Corporation Act (the "Act"), the undersigned, a corporation organized and existing under the laws of the State of Delaware submitted an Application for the Registration of a Foreign Corporate Name, and has reserved in the manner provided by the Act the registration of the name "Comfort Systems USA, Inc.". Comfort Systems USA, Inc. hereby authorizes the Florida Department of State to accept for filing Articles of Merger between All Temp Services, Inc. and The Drake Corporation, whereby The Drake Corporation will change its name to "Comfort Systems USA (Florida), Inc.". Comfort Systems USA, Inc. consents to the use of such name to transact business in the State of Florida.

DATED this 30<sup>th</sup> day of July, 1999.

COMFORT SYSTEMS USA, INC.

By:



William George, Senior Vice President