

# F00000003427

Document Number Only

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
850-222-1092

DATE: 6/16

Corporation(s) Name

700003293917--8  
-06/16/00--01031--021  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Watscodirect, Inc.

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<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> LLC	<input type="checkbox"/> Withdrawal	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> UBR	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> Ch. RA
<input type="checkbox"/> UCC <input type="checkbox"/> 1 or <input type="checkbox"/> 3		

\*\*\*Special Instructions\*\*

<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> arts/ameds/mergers <input type="checkbox"/> Other-See Above		

<input checked="" type="checkbox"/> Walk in	<input checked="" type="checkbox"/> Pick-up	<input type="checkbox"/> Will Wait
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TALLAHASSEE, FLORIDA

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Carol Clark

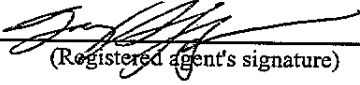
Thank You!

BK 6/15

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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1. WatscoDirect, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware  
(State or country under the law of which it is incorporated)
3. 52-2238706  
(FEI number, if applicable)
4. May 9, 2000  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing of this application for authorization to transact business in Florida.  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 7892 Baymeadows Way  
Jacksonville, Florida 32256  
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized under the Delaware General  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) Corp. Law
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Watsco, Inc.  
Office Address: 2665 South Bayshore Drive, Suite 904  
Coconut Grove, Florida, 33133  
(Zip code)
10. **Registered agent's acceptance:**  
*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*  
Watsco, Inc.  
By:   
(Registered agent's signature)
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.
12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: See attached officers/directors rider

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

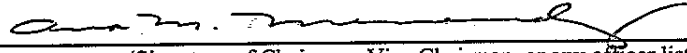
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ana M. Menendez, Vice President & Assistant Secretary  
(Typed or printed name and capacity of person signing application)

**OFFICERS/DIRECTORS RIDER  
TO  
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

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**A. DIRECTORS:**

**Chairman:** \_\_\_\_\_

**Address:** \_\_\_\_\_  
\_\_\_\_\_

**Vice Chairman:** \_\_\_\_\_

**Address:** \_\_\_\_\_  
\_\_\_\_\_

**Director:** Barry S. Logan

**Address:** 2665 South Bayshore Drive, Suite 901

Coconut Grove, Florida 33133

**Director:** ANA M. MENENDEZ

**Address:** 2665 South Bayshore Drive, Suite 901

Coconut Grove, Florida 33133

**B. OFFICERS:**

**President:** Carole J. Poindexter

**Address:** 7892 Baymeadows Way

Jacksonville, Florida 32256

**Vice President:** Ana M. Menendez

**Address:** 2665 South Bayshore Drive, Suite 901

Coconut Grove, Florida 33133

**Vice President:** H. Wayne Oatman

**Address:** 7892 Baymeadows Way

Jacksonville, Florida 32256

**Secretary:** Barry S. Logan AND VICE PRESIDENT

**Address:** 2665 South Bayshore Drive, Suite 901

Coconut Grove, Florida 33133

**Treasurer:** H. Wayne Oatman

**Address:** 7892 Baymeadows Way

Jacksonville, Florida 32256

**Asst. Secretary:** Ana M. Menendez

**Address:** 2665 South Bayshore Drive, Suite 901

Coconut Grove, Florida 33133

State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WATSCODIRECT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JUNE, A.D. 2000..

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0496595

06-14-00