



# F02000000642

ACCOUNT NO. : 1072100000032

REFERENCE : 228576

3776A

AUTHORIZATION : —

COST LIMIT : \$ 70.00

*Patricia Pugh*

FILED  
02 FEB -5 PM 1:39  
TALLAHASSEE  
SECRETARY OF STATE

ORDER DATE : February 1, 2002

ORDER TIME : 10:46 AM

ORDER NO. : 228576-005

CUSTOMER NO. : 3776A

CUSTOMER: Mr. Jack W. Johnston  
Dapsco Inc.  
3110 Kettering Boulevard  
Dayton, OH 45439

RECEIVED  
02 FEB -5 AM 11:23  
TALLAHASSEE  
SECRETARY OF STATE

202800007049

FOREIGN FILINGS

NAME: TALLAHASSEE WINAIR CO.

**DK**

600004880976--2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

*(C)*

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER: \_\_\_\_\_

FILED  
02 FEB -5 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Tallahassee Winair Co.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jane Kraye  
(Name of Person)  
Corporation Service Co.  
(Firm/Company)  
2711 Centerville Rd. Suite 400  
(Address)  
Wilmington, DE 19808  
(City/State and Zip code)

For further information concerning this matter, please call:

Jane Kraye at ( 302 ) 636-5400  
(Name of Person) (Area Code & Daytime Telephone Number)

### STREET ADDRESS:

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee      ☐ \$78.75 Filing Fee & Certificate of Status      ☐ \$78.75 Filing Fee & Certified Copy      ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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.

1. Tallahassee Winair-Co.  
(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 3. 3000035411  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 01/15/02 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 870 Blountstown HWY Unit 5 Tallahassee, FL 32304  
(Principal office address)  
c/o Dapsco Atlanta, 1000 Hurricane Shoals Rd. NE Bldg D 50 Lawerenceville, GA 30043-4826  
(Current mailing address)  
Wholesale Distribution of Winair would be heating, air conditioning, refrigeration, and ventilation products sold to qualified installers and servicemen.
8. \_\_\_\_\_  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(City) (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.*

Corporation Service Company

Louise B. Smith  
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

B. OFFICERS

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

14. David E. Metzger assistant Secretary  
(Typed or printed name and capacity of person signing application)

FILED  
FEB 15 AM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TX TIME 02/05/02 09:38

LOCATION: 302 636 5454

Schedule of Directors and Officers

Tallahassee Winair Co.

FEI #3000035411

State of Incorporation: Delaware

Date of Incorporation: January 15, 2002

Delaware Mailing Address: 2711 Centerville Rd. Suite 400  
Wilmington, DE 19808

FILED  
02 FEB -5 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Board of Directors:

| <u>Name</u>         | <u>Mailing Address</u>                              |
|---------------------|-----------------------------------------------------|
| Russell W. Abbott   | 2636A East Oglethorpe Hwy Hinesville, GA 31313-1309 |
| Ricard C. Oaks      | 870 Blountstown Hwy Unit 5 Tallahassee, FL 32304    |
| Don W. Hedick       | 165 Key Circle Dr. Brunswick, GA 31520-2829         |
| Jack D. Osenbaugh   | 3110 Kettering Blvd, Dayton, OH 45439               |
| Stanley P. Reznicek | 3110 Kettering Blvd. Dayton, OH 45439               |

Officers:

| <u>Title</u>        | <u>Name</u>       | <u>Mailing Address</u>                                              |
|---------------------|-------------------|---------------------------------------------------------------------|
| President           | Ricarhd C. Oaks   | 870 Blountstown Hwy. Unit 5 Tallahassee, FL 32304                   |
| Vice President      | Stan Reznicek     | 3110 Kettering Blvd. Dayton, OH 45439                               |
| Secretary/Treasurer | Phillip E. Muegel | 1000 Hurricane Shoals Rd. NE Bldg D 50 Lawrenceville, GA 30043-4826 |
| Asst. Sec.          | David E. Metzger  | 3110 Kettering Blvd. Dayton, OH 45439                               |

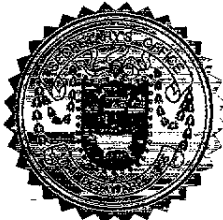
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TALLAHASSEE WINAIR CO." 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 FOURTH DAY OF FEBRUARY, A.D. 2002.

02 FEB 5 PM 1:39  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA  
FILED



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3481206 8300

AUTHENTICATION: 1594215

020071625

DATE: 02-04-02