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January 29, 1996

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YIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-01/30/96--01090--001
*****70.00 *****70.00

W96-7567
P766

Re: Incorporation of HYDRAIR BALANCE CO., INC.
Our File No. 96-021

Dear Secretary of State:

Please find enclosed the original and one copy of the Articles of Incorporation to be filed with your office along with our check in the amount of \$70.00 representing the filing fee regarding:

HYDRAIR BALANCE CO., INC.

Please return a stamped copy of the Articles of Incorporation to our office via the enclosed envelope.

Thank you for your cooperation in this regard.

Very truly yours,

BENSON, MOYLE & CHAMBERS

Bernard T. Moyle
For the Firm

BTM/loc
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 14 PM 1:49



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 2, 1996

BERNARD T. MOYLE
BENSON, MOYLE & CHAMBERS
100 SE 3RD AVE, 1 FINANCIAL PLAZA #1600
FT LAUDERDALE, FL 33394-1607

SUBJECT: HYDRAIR BALANCE COMPANY, INC.
Ref. Number: W96000002569

We have received your document for HYDRAIR BALANCE COMPANY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 196A00004705

3-11-96
Affidavit + Revised Application
Attached.

**AFFIDAVIT OF SHARON LOHR
HYDRAIR BALANCE COMPANY, INC.**

STATE OF PENNSYLVANIA
COUNTY OF Allegheny

BEFORE ME, the undersigned authority, personally appeared SHARON LOHR, (✓) who is personally known to me or () who has produced _____ as identification and who has/has not taken an oath, deposes and says of her own personal knowledge:

1. Affiant is the President of Hydrair Balance Company, Inc., a Pennsylvania corporation requesting to do business in Florida.
2. An Application by Foreign Corporation for Authorization to Transact Business in Florida was submitted to the Florida Secretary of State with erroneous information inserted at Paragraph 6 due to a scrivener's error.
3. The proper insertion at Paragraph 6 should have read "Not Applicable as Hydrair Balance Company, Inc. has not yet transacted business in the State of Florida".

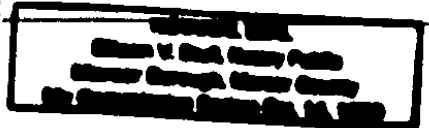
FURTHER AFFIANT SAYETH NAUGHT.

Sharon Lohr
SHARON LOHR, Affiant

SWORN TO AND SUBSCRIBED before me
this 5th day of March, 1996

William J. Stull
NOTARY PUBLIC, State of Pennsylvania

Printed:



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DIVISION OF CORPORATIONS
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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. HYDRAIR BALANCE CO., INC.
(Name of corporation; the word "INCORPORATED," "COMPANY," or "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. PENNSYLVANIA
(State or country under the law of which it is incorporated)

3. 11/85 4. Perpetual
(Date of Incorporation) (Duration)

5. 25-1533980
(Federal Employer Identification number, if applicable)

6. June, 1994
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1056 Petal Court, Orlando, FL 32818
(Current mailing address)

8. Test and Balance of HVAC systems in commercial buildings & institutions
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: ALBERT HAWKINS, JR.
Address: 21 Oaknoll Court
Elma, NY 14059

Vice Chairman: _____
Address: _____

Director: KATHRYN BLIZNIAK
Address: 21 Oaknoll Court
Elma, NY 14059

Director: SHARON E. LOHR
Address: 64 Court Street
Mercer, PA 16137

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B. Officers:

President: SHARON P. LOHR
Address: 64 Court Street
Metz, PA 16137

Vice President: MICHAEL MALONEY
Address: 1056 Palm Court
Orlando, FL 32818

Secretary: SUZANNE CARTER
Address: Wilmon Avenue
Metz, PA 16137

Treasurer: KATHRYN BLIZNIAK
Address: 21 Oakwood Street
Metz, PA 16137

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

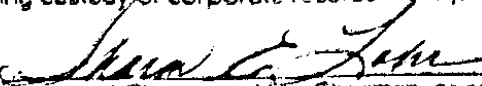
Name: Bernard T. Moyle
Office Address: One Financial Plaza, Suite 1600 100 Southeast Ward Ave.
Fl. Lauderdale Florida 33324-1600
Zip Code

11. 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.

Registered agent's signature: 

12. 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.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Sharon P. Lohr, President
(Name and capacity of person signing application)



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

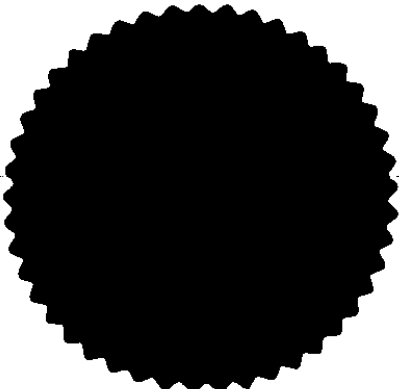
JANUARY 16, 1996

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

HYDRAIR BALANCE COMPANY, INC.,

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.


Secretary of the Commonwealth

PHEG

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DIVISION OF RECORDS
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