

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

000002501060--4
-04/27/98--01060--010
*****70.00 *****70.00

Coles Acquisition Sub, Inc

98 APR 27 PM 1:44
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DIVISION OF CORPORATIONS

- ☒ Profit
☐ NonProfit
☐ Limited Liability Co.
☒ Foreign
☐ Amendment
☐ Merger
☐ Dissolution/Withdrawal
☐ Mark
☐ Limited Partnership
☐ Annual Report
☐ Other
☐ Reinstatement
☐ Name Registration
☐ Change of R.A.
☐ Fictitious Name
☐ UCC
☐ Certified Copy
☐ Photo Copies
☐ CUS
☐ Call When Ready
☐ Call if Problem
☐ After 4:30
☒ Walk In
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Name Availability
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Updater
Verifier
Acknowledgment
W.P. Verifier

APR 27 1998

Thanks,
Jeff

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98 APR 27 PM 12:20
DIVISION OF CORPORATION

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. Coles Acquisition Sub, 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. Tennessee
(State or country under the law of which it is incorporated)
3. applied for
(FEI number, if applicable)
4. April 16, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 111 Westwood Place, Suite 420
Brentwood, Tennessee 37027
(Current mailing address)
8. Sales and service of HVAC equipment
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: CT Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

Mary R. Adams
(Registered agent's signature)

Mary R. Adams, Assistant Secretary

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.

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12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

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: _____

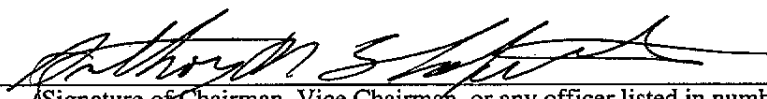
Secretary: _____

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. Anthony M. Schofield
(Typed or printed name and capacity of person signing application)

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Officers

Alan R. Sielbeck, *President and Vice President*
111 Westwood Place, Suite 420
Brentwood, TN 37027

Lou N. Laderman, *Vice President*
111 Westwood Place, Suite 420
Brentwood, TN 37027

Alfred W. Taylor III, *Vice President*
111 Westwood Place, Suite 420
Brentwood, TN 37027

Anthony M. Schofield, *Secretary*
111 Westwood Place, Suite 420
Brentwood, TN 37027

Theresa Agee, *Assistant Secretary*
111 Westwood Place, Suite 420
Brentwood, TN 37027

Directors

Alan R. Sielbeck
111 Westwood Place, Suite 420
Brentwood, TN 37027

Anthony M. Schofield
111 Westwood Place, Suite 420
Brentwood, TN 37027

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Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

ISSUANCE DATE: 04/21/1998
REQUEST NUMBER: 3503-0073A
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 04/21/1998
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0349408
JURISDICTION: TENNESSEE

TO:
WALLER LANSDEN DORTCH & DAVIS
511 UNION ST
STE 2100
NASHVILLE, TN 37219

REQUESTED BY:
WALLER LANSDEN DORTCH & DAVIS
511 UNION ST
STE 2100
NASHVILLE, TN 37219

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"COLES ACQUISITION SUB, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

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FOR: REQUEST FOR CERTIFICATE

ON DATE: 04/21/98

FROM:
WALLER LANSDEN ETC (511 UNION/NASHVILLE)
SUITE 2100
511 UNION STREET
NASHVILLE, TN 37219-1760

RECEIVED: FEES \$20.00 \$20.00
TOTAL PAYMENT RECEIVED: \$40.00

RECEIPT NUMBER: 00002294248
ACCOUNT NUMBER: 00000832



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE