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TALLAHASSEE, FLORIDA

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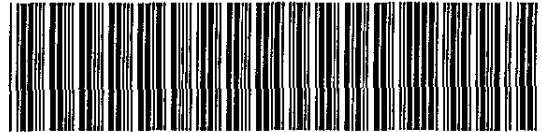
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TRANSMITTAL LETTER

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TO: Registration Section
Division of Corporations

2005 JUL 13 P 1:39

SUBJECT: Humitech of Northwest Florida, LLC
(Name of Limited Liability Company)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ron Storey (Florida Bar No. 169750)
(Name of Person)

Ron Storey, Attorney at Law
(Firm/Company)

Post Office Box 6567
(Address)

Dothan, Alabama 36305
(City/State and Zip Code)

For further information concerning this matter, please call:

Ron Storey at (334) 793-7635
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$55.00 Filing Fee &
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(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|---|--|---|--|

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

FILED

2005 JUL 13 P 1:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Humitech of Northwest Florida, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on February 23, 2005 and assigned
document number L05000019339.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited
liability company:

(See attached Amended Articles Of Organization of Humitech Of Northwest Florida, LLC)

Dated July 11, 2005.



Signature of a member or authorized representative of a member

Ron Storey attorney for Humitech of Northwest Florida, LLC

Typed or printed name of signee

Filing Fee: \$25.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED ARTICLES OF ORGANIZATION
OF
HUMITECH OF NORTHWEST FLORIDA, LLC

A Florida Limited Liability Company

AMENDED ARTICLES OF ORGANIZATION
OF
HUMITECH OF NORTHWEST FLORIDA, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of amending the Articles of Organization of the above-named limited liability Company which was formed pursuant to Chapter 608 Florida Statutes, as amended (the "Florida Limited Liability Company Act"), with Articles of Organization filed with the Secretary of the Department of State of the State of Florida on February 23, 2005, and assigned document number L05000019339, hereby file the following Amended Articles of Organization with the Secretary of the Department of State of the State of Florida, and affirm that the facts stated in these Articles of Organization are true and correct.

ARTICLE I

Name and Address of the Company

The name of the limited liability company is HUMITECH OF NORTHWEST FLORIDA, LLC (the "Company"). The street address of the principal office of the company is 311 Lulabelle Lane, Fort Walton Beach, Florida 32548, and the mailing address of the company is 311 Lulabelle Lane, Fort Walton Beach, Florida 32548.

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ARTICLE II

Duration

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The term of this Limited Liability Company shall be from the date of filing of these Articles of Organization with the Office of the Secretary of the Department of State of the State of Florida until the earlier to occur of the following:

(1) The date upon which a dissolution (as defined in the Florida Limited Liability Company Act) of the Company occurs pursuant to the laws of the State of Florida; or

(2) The date upon which a dissolution occurs pursuant to the terms of the Operating Agreement of the Limited Liability Company, as in effect on the date an event of dissolution occurs.

ARTICLE III

Purpose

The purpose for which the Limited Liability Company is formed is to market, distribute, and sell products/technology related to the humidity control industry and all things related thereto, and to engage in any other lawful act or activity incidental thereto for which limited liability companies may be organized pursuant to the Act. The Company is not to engage in any act or activity requiring any consents or approvals by law without such consent or approval being first obtained.

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ARTICLE IV

Registered Office, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The location and mailing address of the registered office of the Limited

Liability Company shall be 311 Lulabelle Lane, Fort Walton Beach, Florida 32548,
and its registered agent at such address shall be Jim L. McElroy.

ARTICLE V

Members

The names and addresses of the members of the Company are:

Robert D. Vann ----- 37.5%
102 Morning Glory Lane
Dothan, Alabama 36305

Gayle S. Vann ----- 37.5%
102 Morning Glory Lane
Dothan, Alabama 36305

Kenneth L. Taylor ----- 25.0%
414 South Pontiac
Dothan, Alabama 36301

ARTICLE VI

Admission of Additional Members

An Additional Member may only be admitted to the Company if the terms and
conditions of the Operating Agreement are satisfied.

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ARTICLE VII

Management

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The management of the Company is to be conducted by a managing member.

The name and address of the managing member who is to serve until his successor is elected and qualified is as follows:

Robert D. Vann
102 Morning Glory Lane
Dothan, Alabama 36305

ARTICLE VIII

Continuation of Business

The Company may be reconstituted and the business of the Company may be continued following an event of dissociation (as defined by the Florida Limited Liability Company Act, as amended from time to time), which terminates the membership of a member of the Company if all the members unaffected by such event of dissociation give their unanimous written consent to such continuation within ninety (90) days of the occurrence of such event of dissociation. If, as a result of a member's dissociation, there remains only one member, the remaining member may, within ninety (90) days of the event causing a dissociation, admit one or more additional members to elect to continue the existence of the limited liability company.

IN WITNESS WHEREOF, these Amended Articles have been subscribed this

11th day of April, 2005 by the undersigned, who affirms that the
statements made herein are true under the penalties of perjury.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert D Vann
Robert D. Vann, Manager/Member

Gayle S. Vann
Gayle S. Vann, Member

Kenneth L. Taylor
Kenneth L. Taylor, Member

\\WP9\HUMITECH OF NORTHWEST FLORIDA (ARTICLES)

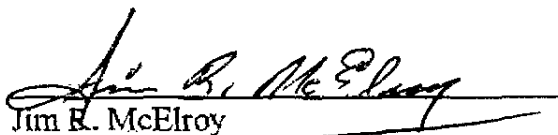
PREPARED BY:
RON STOREY
ATTORNEY AT LAW
P.O. BOX 6567
DOTHAN, AL 36302
(334) 793-7635
FLORIDA BAR NO. 169750

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


Jim R. McElroy
311 Lulabelle Lane
Fort Walton Beach, Florida 32548