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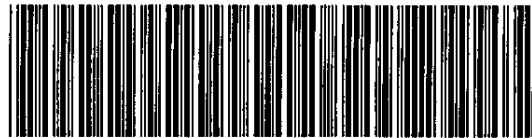
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OF COUNSEL

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July 9, 2007

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Re: MAX AIR COOLING, LLC

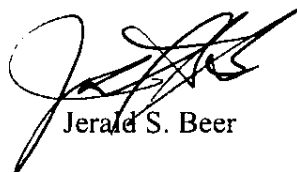
Dear Division of Corporations:

Enclosed please find the original and one copy of Articles of Organization with reference to the above-captioned limited liability company, and our Check No. 58641 in the amount of One Hundred Twenty-Five Dollars (\$125.00) for filing fee.

Please file same and return the date-stamped copy to me in the self-addressed stamped envelope provided for your convenience.

Thank you for your cooperation in this matter.

Sincerely,


Jerald S. Beer

JSB/llh
Encls:

**ARTICLES OF ORGANIZATION
OF
MAX AIR COOLING, LLC**

We, the undersigned natural persons competent to contract, hereby organize and form a limited liability company under and pursuant to Chapter 608, Florida Statutes as follows:

ARTICLE 1.

Name of Limited Liability Company

The name of this limited liability company shall be MAX AIR COOLING, LLC.

ARTICLE 2.

Period of Duration

The existence of the Company shall be perpetual from the date of filing these Articles with the Department of State unless terminated by vote of the members.

ARTICLE 3.

Purpose

The Company is organized for the purpose of transacting any and all lawful business which limited liability companies may transact pursuant to Chapter 608, Florida Statutes.

ARTICLE 4.

Place of Business and Registered Agent

The street address and mailing address of the initial business office of the Company is 518 28th Street, West Palm Beach, Florida 33407, and the name and address of the initial registered agent of the Company is DAVID B. ABRAMS. at 518 28th Street, West Palm Beach, Florida 33407. The Company shall have the privilege of having offices at other places within or without the State of Florida and within or without the United States of America. The Company may, at its discretion, at any time, change the address of its place of business.

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07 JUL 11 PM 2:23

ARTICLE 5.

Investment in Company

The total amount of cash to be contributed to the Company upon its formation is One Hundred Dollars (\$100.00) which is to be contributed in equal shares by the members of the Company. No property other than cash shall be contributed initially.

ARTICLE 6.

Additional Contributions

Additional contributions of up to \$-0- in additional capital shall be made as determined by the Manager, with all of such contributions to be made in equal shares by the members within ten (10) days after notice from the Manager. Thereafter, additional contributions, if any, will be made as and when agreed to by a vote of at least seventy-five percent (75%) "in interest of the members" of the Company (as that phrase is defined in this Company's Regulations).

ARTICLE 7.

Additional Members

Additional members may be admitted to the Company upon such terms and conditions as shall be established by a majority in interest of the then-existing members.

ARTICLE 8.

Continuation of Business

The remaining members of the Company shall have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE 9.

Management

Management of the Company is reserved to MAX AIR COOLING, LLC, with David B. Abrams, as Managing Member, who shall serve as the Manager of this Company until such time as

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07 JUL 11 PM 2:29

another manager is designated in accordance with the Regulations. MAX AIR COOLING, LLC address is, 518 28th Street, West Palm Beach, Florida 33407.

ARTICLE 10.

Indemnification of Members and Manager

Except in the case of gross negligence or willful or wanton behavior, the Company shall indemnify and save harmless every manager and member of the Company from all costs and expense incurred by him, her or it in connection with the defense of any action, suit or proceeding, whether civil or criminal, in which he, she or it is made a party as a result of having been a member of or manager of this Company.

ARTICLE 11.

Substitution of Members

The interest of the initial members of the Company may be transferred or assigned to third parties who shall be successor members in their place and stead.

ARTICLE 12.

Counterparts

These Articles may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed an original, but all of which taken together shall constitute one and the same instrument and it shall not be necessary in making proof of this Agreement to produce or account for more than one counterpart.

In witness of the foregoing, I have hereunto set my hand and seal this 3 day of July, 2007.

MAX AIR COOLING, LLC

By: David B. Abrams

David B. Abrams, TBE, 50% undivided interest
As Managing Member

By: Susan D. Abrams

Susan D. Abrams, TBE, 50% undivided interest
As Member

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07 JUL 11 PM 2:23

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 608, Florida Statutes, the following is submitted, in compliance with said Act:

That MAX AIR COOLING, LLC., desiring to organize as a limited liability company under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, has named DAVID B. ABRAMS, located at 518 28th Street, City of West Palm Beach, County of Palm Beach, State of Florida 33407, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



DAVID B. ABRAMS,
As Managing Member

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