



THE UNITED STATES  
CORPORATION  
COMPANY

L97000000355

ACCOUNT NO. : 072100000032

REFERENCE : 304338 1429D

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 337.50

ORDER DATE : March 24, 1997

ORDER TIME : 9:28 AM

ORDER NO. : 304338-005

700002121427--8

CUSTOMER NO: 1429D

CUSTOMER: Ms. Darlajo C. Swab  
CUMMINGS & LOCKWOOD

P. O. Box 413032  
3001 Tamiami Trail, North  
Naples, FL 34103

DOMESTIC FILING

NAME: MECHANICAL SERVICE  
CONSTRUCTION, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
     CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
     PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

*W97-6784*  
K.R. MAR 24 1997  
K.R. MAR 26 1997

FILED  
97 MAR 24 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 MAR 24 AM 10:38  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 25, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

SUBJECT: MECHANICAL SERVICE CONSTRUCTION, L.C.  
Ref. Number: W97000006784

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for MECHANICAL SERVICE CONSTRUCTION, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The address of the member is not consistent through out the document.

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 497A00014878

RECEIVED  
97 MAR 26 AM 8:23  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 3, 1997

CSC NETWORKS

The name MECHANICAL SERVICES CONSTRUCTION, INC. has been reserved for 120 days beginning March 3, 1997. The reservation number is R97000001010 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Debbie Reagle

Letter number: 397A00010857

97 MAR 24 AM 10:11  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
MECHANICAL SERVICE CONSTRUCTION, L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608)

**ARTICLE I  
NAME**

The name of the limited liability company shall be Mechanical Service Construction, L.C. (the "Company").

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS**

The initial mailing address and street address of the principal office of the Company shall be 12165 Metro Parkway, Suite #28B, Ft. Myers, Florida 33912.

**ARTICLE III  
DURATION**

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to unanimously agree to continue the business of the Company provided there are at least two (2) remaining members.

**ARTICLE IV  
MANAGEMENT**

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is:

PBS INDUSTRIES, INC.  
12165 Metro Parkway, Suite #28B  
Ft. Myers, FL 33912

**ARTICLE V  
ADMISSION OF ADDITIONAL MEMBERS**

The members of the Company may admit new members to the Company by vote of a majority in interest of the members or by reason of a transfer of a membership interest in whole

or in part, as more fully described in and subject to the terms, conditions and consent requirements set forth in the Regulations of the Company, but at no time, shall there be less than two (2) members. Newly admitted members shall have all the rights and privileges as set forth in the Regulations of the Company.

ARTICLE VI  
EFFECTIVE DATE

The Company's effective date of existence shall begin on the date of filing.

ARTICLE VII  
ADOPTION OF REGULATIONS

The initial Regulations of the Company shall be adopted by its initial members. The Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

ARTICLE VIII  
INITIAL MATTERS

The company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Regulations. The initial number of managers of the Company shall be one (1). The number of managers may be increased or decreased in accordance with the terms of the Regulations. The name and business address of the person who shall serve as manager until the first annual meeting of members and until his/her successor is elected and qualified is:

PBS INDUSTRIES, INC..  
12165 Metro Parkway, Suite #28B  
Ft. Myers, FL 33912

IN WITNESS WHEREOF, the undersigned, being a member of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Act has executed these Articles of Organization as of this 21<sup>st</sup> day of March, 1997.

PBS INDUSTRIES, INC.

Date: \_\_\_\_\_

3/21/97

BY: \_\_\_\_\_

Joel H. Schechter, Vice-President

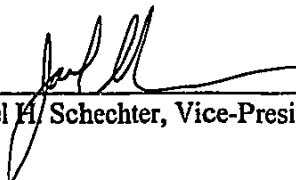
## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Mechanical Service Construction, L.C. (the "Company") deposes and says:

1. The above named Company has at least two (2) members.
2. The total amount of cash contributed by the members is \$1,000.
3. If any, the agreed value of property other than cash contributed by members is \$0.
4. The total amount of cash or property anticipated to be contributed by members is \$1,000. This total includes amounts from 2 and 3 above.

In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

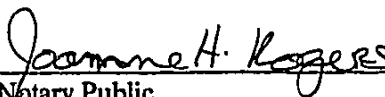
PBS INDUSTRIES, INC.

  
Joel H. Schechter, Vice-President

STATE OF FLORIDA  
COUNTY OF COLLIER

Sworn to and subscribed before me this 21<sup>st</sup> day of March, 1997, by Joel H. Schechter, who is personally known to me.

My Commission Expires:

  
Notary Public

Joanne H. Rogers  
Printed Name of Notary Public



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97 MAR 24 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The Name of the limited liability company is: MECHANICAL SERVICE CONSTRUCTION, L.C. (the "Company")

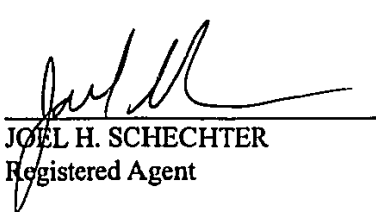
The street address of the initial registered agent of the Company is:

c/o Cummings & Lockwood  
3001 Tamiami Trail North  
Naples, Florida 34103

The name of the initial registered agent at such address is:

Joel H. Schechter, Esq.

I, JOEL H. SCHECHTER, having been designated to act as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 am familiar with and accept the designations of my position as registered agent.

  
JOEL H. SCHECHTER  
Registered Agent

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TALLAHASSEE, FLORIDA