

Division of Corporations

Page 1 of 2

P000000029763

Florida Department of State

Division of Corporations

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(((H00000012898 3)))

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : RICARDO MARTINEZ-CID, P.A.

Account Number : 076640001666

Phone : (305) 859-7494

Fax Number : (305) 858-2513

EFFECTIVE DATE

3-16-00

2000 MAR 23 AM 8 23
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ABACOOOL INC.

Certificate of Status	1
Certified Copy	1
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TALLAHASSEE, FLORIDA

2000 MAR 23 AM 8:23

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H00000012898 3
ARTICLES OF INCORPORATION
ABACOOOL INC.

Article I - Name

The name of this corporation is ABACOOOL INC.

Article II - Purpose

This corporation is organized to purchase, market and wholesale refrigeration equipment, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Five Hundred Thousand (500,000) shares of one cent (1¢) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is 2170 NW 19 Avenue, Miami, Florida 33142. The name of the initial Registered Agent of this Corporation is Epifanio Capote, of 2170 NW 19 Avenue, Miami, Florida 33142.

Article VI - Initial Board of Directors and Officers

This corporation shall have one (1) director initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is Epifanio Capote, of 2170 NW 19 Avenue, Miami, Florida 33142, who shall also serve as the initial president, treasurer and secretary of the corporation

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145-2860
Telephone (305) 859-7494/ Facsimile (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: H00000012898 3

Mar 23 00 08:35a

MARTINEZ CID

305 858 2513

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Mar 22 00 05:45p

ABAMASTER, INC.

(305)325-8760

p.1

Mar 22 00 04:59p

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305 858 2513

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H00000012898 3

Article VII - Incorporator

The name and address of the person signing these Articles is Epifanio Capote of 2170 NW 19 Avenue, Miami, Florida 33142.

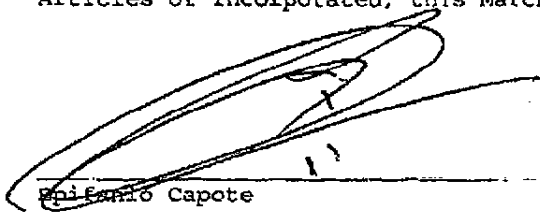
Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this March 22, 2000.



Epifanio Capote

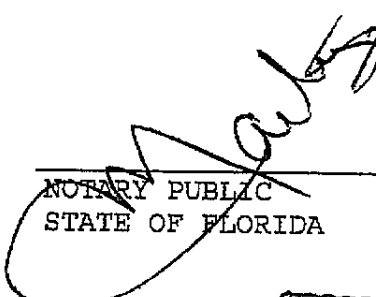
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STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned Notary Public, personally appeared Epifanio Capote, who provided his Florida Driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this March 22, 2000.



NOTARY PUBLIC
STATE OF FLORIDA



Prepared by: Ricardo Martinez-Cid
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Mar 23 00 08:36a

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P.6
P.2
P.6

2000 MAR 23 AM 8 23
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TALLAHASSEE, FLORIDA

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H00000012898 3

CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

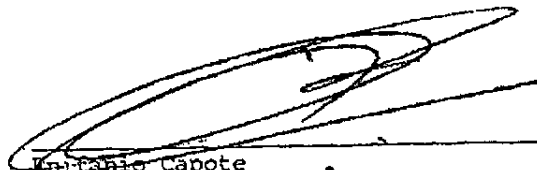
That ABACOOOL INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Epifanio Capote, located at 2170 NW 19 Avenue, Miami, Florida 33142, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

ABACOOOL INC.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this March 22, 2000.


Epifanio Capote
Registered Agent

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145-2860
Telephone (305) 859-7494/ Facsimile (305) 858-2513
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