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HARRIS, BARRETT, MANN & DEW

A FLORIDA LIMITED LIABILITY PARTNERSHIP

SUITE 1500, SOUTHTRUST BANK BUILDING 150 SECOND AVENUE NORTH P.O. DRAWER 1441 ST. PETERSBURG, FLORIDA 33731-1441 TELEPHONE (727) 892-3100 FAX (727) 898-0227 FAX (727) 894-2158 PLEASE REPLY TO: 1715 N. WESTSHORE BOULEVARD, STE. 750 TAMPA, FLORIDA 33607-3926 TELEPHONE (913) 287-0550 FAX (813) 289-5331

811-B CYPRESS VILLAGE BOULEVARD RUSKIN, FLORIDA 33573-6724 TELEPHONE (813) 633-3396 FAX (813) 633-3397

DO MAY 23 AM 11: 16

Post Office Drawer 1441 St. Petersburg, Florida 33731-1441

May 22, 2000

VIA FEDERAL EXPRESS

JACK S. CAREY WILLIAM F. DAVENPORT, JR. KRISTIN A. DEMERS JOHN C. DEW JOHN A. GRANT, JR. FRANK J. GRECO

THOMAS M. HARRIS TROY W. HOLLAND

BETH A. HORNER CAMILLE J. IURILLO PATRICIA J. KELLY

JOHN R. KIEFNER, JR. JUDITH R. KOCH

JUDITH R. KOCH
EVELYN F. KUTTLER
JOHN C. LAVERY
SAM H. MANN, JR.
V. JEAN OWENS
MATTHEW G. SCHINDEL
REBECCA L. SHAW
BARBARA A. SINSLEY

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 Re:

Powerchill Mechanical Services, Inc.

To whom it may concern:

Enclosed please find our firm's check in the amount of \$70.00, representing the filing fee for the Articles of Incorporation as well as Designation of Registered Agent. Kindly forward a confirmation of the filing of the enclosed information to the address above.

Thank you for your cooperation in this matter. Should you have any questions, please feel free to contact me.

Very Truly Yours,

HARRIS, BARRETT, MANN & DEW, L.L.P.

11 and 12 souly

MATTHEW G. SCHINDEL, Esquire

MGS/ljd Enclosure

ARTICLES OF INCORPORATION

OF

POWERCHILL MECHANICAL SERVICES, INC.

The undersigned as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE 1.

NAME

The name of this corporation is POWERCHILL MECHANICAL SERVICES, INC.

ARTICLE 2.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal address and mailing address of this corporation is:

1421 Waterview Drive Largo, FL 33771

ARTICLE 3.

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$.001 par value common stock.

ARTICLE 4.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

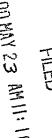
Name:

Jerry Kammerer

Address:

1421 Waterview Drive

Largo, FL 33771



ARTICLE 5.

INCORPORATOR

The name and address of the incorporator of this corporation is:

Name:

Jerry Kammerer

Address:

1421 Waterview Drive

Largo, FL 33771

ARTICLE 6.

EFFECTIVE DATE OF ARTICLES

These Articles shall be effective upon filing with the Secretary of State for Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the his hand and seal this day of May, 2000, for the purpose of organizing this corporation under the laws of the State of Florida.

RAMMERER

ACKNOWLEDGMENT:

Having been named to accept service of process for Powerchill Mechanical Services, Inc., at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 607, <u>Florida Statutes</u>, relative to keeping open the corporation's office.

ERRY KAMMERER.

OD MAY 23 AM 11: 16