

APPROVED
AND
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TRANSMITTAL LETTER

00 DEC 26 PM 2:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P00000117072

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

SUBJECT: Precision A/C, HEATING, REFRIGERATION and Appliance inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

400003513354--1
-12/26/00--01071--016
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Robert Shearer

Name (Printed or typed)

2226 K. Harney way

Address

Tallahassee FL 32305

City, State & Zip

850-668-7124

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

APPROVED
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00 DEC 23 PM 2:51
SECRETARY OF STATE
DIVISION OF CORPORATIONS

12-26

APPROVED
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00 DEC 26 PM 2: 58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
PRECISION A/C, HEATING, REFRIGERATION AND APPLIANCE, INC.

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Delaware, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is PRECISION A/C, HEATING, REFRIGERATION AND APPLIANCE, INC..

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

2226 Killarney Way
Tallahassee, FL 32308-3115

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Robert H. Shearer

Initials: _____

2226 Killarney Way
Leon County
Tallahassee, FL 32308-3115

ARTICLE V PURPOSE

The purpose of the corporation is to engage in the service, repair, and installation of appliances and air conditioner and any lawful activity permitted by the laws of this state.

ARTICLE VI DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Robert H. Shearer
2226 Killarney Way
Tallahassee, FL 32308-3115

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held

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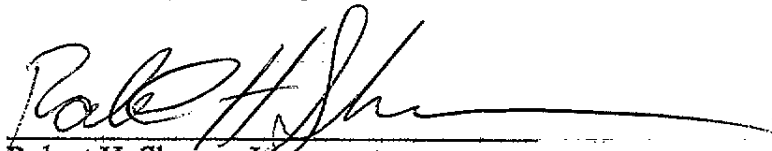
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Robert H. Shearer, Incorporator
2226 Killarney Way
Tallahassee, FL 32308-3115

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Robert H. Shearer, Registered Agent

State of Florida, County of Leon, ss:

Subscribed and sworn to (or affirmed) before me this _____ day of _____, 2000.