

P010000067020

ALLEN C. MILLER

3983 North W Street #31

Pensacola, FL 32505

TELEPHONE 850-436-2665

June 27, 2001

FILED
2001 JUL -2 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

RE: NORTHWEST FLORIDA AIR-CONDITIONING SYSTEMS AND SERVICE, INC.

Ladies and Gentlemen:

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-07/02/01--01023--015
*****78.75 *****78.75

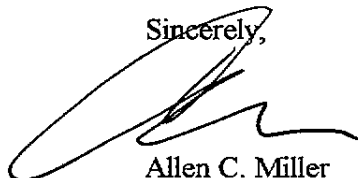
Enclosed please find the following:

1. Original and one copy of Article of Incorporation for the above-captioned corporation with Certificate of Resident Agent included.
2. My personal check # 2052 payable to Florida Department of State in the amount of \$78.75 to cover the filing fee (\$35.00), certified copy fee (\$8.75), and registered agent's fee (\$35.00).

If there are any questions concerning this incorporation, please call me.

Thank you for your assistance.

Sincerely,



Allen C. Miller

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J 7/1/01

**ARTICLES OF INCORPORATION
OF
NORTHWEST FLORIDA AIR-CONDITIONING SYSTEMS AND SERVICE, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of this corporation is : **NORTHWEST FLORIDA AIR-CONDITIONING SYSTEMS AND SERVICE, INC.**

ARTICLE II: NATURE OF BUSINESS

This corporation is organized for the purpose of transacting all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of common stock having a nominal par value of One Dollar (\$1.00) per share.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than One Hundred Dollars (\$100.00).

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence, and its existence shall commence at the time of filing of the Articles with the Department of State.

ARTICLE VI: ADDRESS

The initial office address of the principal office of this corporation is 3983 North W Street #31, Pensacola, Florida 32505. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3983 North W Street #31, Pensacola, Florida 32505, and the name of the initial registered agent of this corporation at that address is Allen C. Miller.

ARTICLE VIII: INITIAL DIRECTORS

The names and addresses of the initial directors are:

Allen C. Miller
3983 North W Street #31
Pensacola, FL 32505

Terry L. Windsor
3983 North W Street #31
Pensacola, FL 32505

ARTICLE IX: SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation is :

Allen C. Miller
3983 North W Street #31
Pensacola, FL 32505

ARTICLE X: DIRECTORS

This corporation shall have three (2) directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

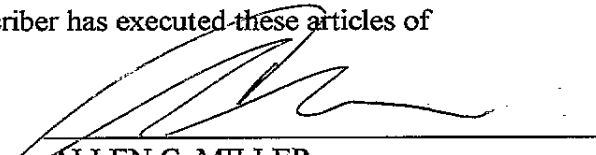
ARTICLE XI: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a simple majority of the stockholders entitled to vote thereon.

ARTICLE XII: TRANSFER OF STOCK

No stockholder, or the personal representative of any deceased stockholder, shall transfer stock in this company without first notifying the company of the name of the proposed transferee and obtaining the consent of the Board of Directors for said transfer under limitations and provisions of the corporate by-laws. Furthermore, the stockholders of this corporation may include in any agreement between themselves any limitations upon the transferability, pledge or assignment of the corporation stock, as well as to confer upon the stockholders preemptive rights of purchase as conditions precedent to the sale of stock.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 28 day of June, 2001

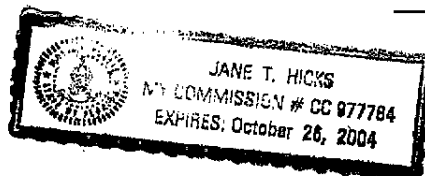


ALLEN C. MILLER

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 28th day of June, 2001 by ALLEN C. MILLER, (he) who are personally known to me or (he) who have produced FLDLIC
9-8-03 9-8-62 MH60003623280
_____ as identification.

Jane J. Hicks



REGISTERED AGENT'S CERTIFICATE

In pursuance of Chapter 607.034, Florida Statutes, the following is submitted in compliance with said act:

That Northwest Florida Air-Conditioning Systems and Service, Inc., desiring to organize under the laws of the State of Florida, with its registered office at 3983 North W Street #31, Pensacola, Florida 32505 has named Allen C. Miller as its registered agent to accept service of process within this State.

DATE: 28 day of June 2001



ALLEN C. MILLER

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the power and complete performance of my duties.

DATE: June 28, 2001



ALLEN C. MILLER

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SECRETARY OF STATE
TALLAHASSEE FLORIDA