



PO10000067626

ACCOUNT NO. : 072100000032

REFERENCE : 213578 3487A

AUTHORIZATION : *Patricia Pijuta*

COST LIMIT : \$ 78.75

FILED
2001 JUL -9 PM 12:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : July 9, 2001

ORDER TIME : 12:13 PM

ORDER NO. : 213578-005

200004464922--4

CUSTOMER NO: 3487A

CUSTOMER: Ms. Talia R. Kohne
Icard Merrill Cullis Timm
Furen & Ginsburg, Pa
Suite 600
2033 Main Street
Sarasota, FL 34237

DOMESTIC FILING

NAME: EAGLE AIR, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carla E. Lohi - EXT. 1132

EXAMINER'S INITIALS:

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W01-15053

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DIVISION OF CORPORATION

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Katherine Harris
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 9, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: EAGLE AIR, INC.
Ref. Number: W01000015653

RESUBMIT
Please give original
submission date as file date.

We have received your document for EAGLE AIR, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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

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Claretha Golden
Document Specialist
New Filings Section

Letter Number: 501A00040431

RECEIVED
01 JUL 10 AM 9:17
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EAGLE HEATING & AIR, INC.

FILED

2001 JUL -9 PM 12:44

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation ("Corporation") is Eagle Heating & Air, Inc.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any lawful act, activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 963 Linnaen Terrace, Port Charlotte, FL 33948.

ARTICLE V - CAPITAL STOCK

The shares of stock of the Corporation shall consist of only one class of stock. The number of shares of stock this Corporation is authorized to issue and have outstanding is one thousand (1,000) shares of Common Stock, having a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The initial street address of the Corporation's registered office is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main Street, Suite 600, Sarasota, FL 34237. The initial registered agent for the Corporation at that address is Bruce P. Chapnick, Esq.

ARTICLE VII - DIRECTORS

The initial Board of Directors shall consist of one (1) member(s). The name(s) and address(es) of the person(s) who will serve on the initial Board of Directors is/are:

Name

Address

Andrew P. Smith

963 Linnaen Terrace
Port Charlotte, FL 33948

ARTICLE VIII - INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is/are:

Name

Address

Bruce P. Chapnick, Esq.

2033 Main Street, Suite 600
Sarasota, FL 34237

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

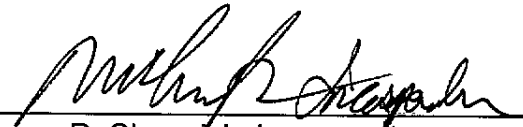
ARTICLE X - AMENDMENT

The Articles of Incorporation may be amended in certain instances by the Board of Directors pursuant to applicable law and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI - SHAREHOLDER ACTION

An affirmative vote of fifty-one percent (51%) of the shares of the capital stock of the Corporation shall be required for any Shareholder action.

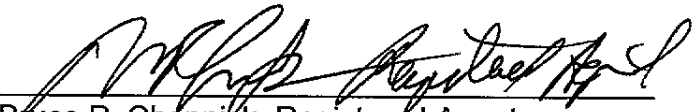
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of July, 2001.



Bruce P. Chapnick, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Eagle Heating & Air, Inc. at the place designated in the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.


Bruce P. Chapnick, Registered Agent
Date: July 6, 2001

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