

Charter Number Only

1402
R02000002697

Barry Alan Wilen

Requestor's Name

4601 Shendan St. #208

Address

Hollywood, FL 33021

City

State

ZIP

Phone

ATION ONLY

000004761310--4

-01/09/02--01023--008

*****78.75 *****78.75

CORPORATION(S) NAME

A Willets-O'Neil Industrial Fans, Inc.

RECEIVED
02 JAN -9 AM 9:40
DIVISION OF CORPORATION

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CCOPY

FILED
02 JAN -9 AM 11:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

OF

A WILLETS-O'NEIL INDUSTRIAL FANS, INC.

ARTICLE I - NAME

The name of this corporation is A WILLETS-O'NEIL INDUSTRIAL FANS, INC.

ARTICLE II - ADDRESS

The principal place of business is 2340 West 8th Lane, Mialeah, FL 33010.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting all activities related to the wholesaling and retailing of industrial fans and related items and for any other purpose or activity permitted under the laws of the United States and under the laws of the State of Florida and for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One and No/100 (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

FILED
02 JAN -9 AM 11:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI - INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation is Barry Alan Wilen, Esq.

ARTICLE VII - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is 4601 Sheridan Street, Suite 208, Hollywood, Florida 33021.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of director(s) may be increased or decreased from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Steven B. Schemer
2340 West 8th Lane
Hialeah, FL 33010.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Steven B. Schemer
2340 West 8th Lane
Hialeah, FL 33010.

ARTICLE X - BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted, by either the Board of Directors or the Shareholders but the Board of Directors may not amend or repeal any By-Laws adopted by the Shareholders if the Shareholders specifically provide such

By-Law is not subject to amendment or repeal by the Directors.

ARTICLE XI- APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of a majority of the Shareholders of the Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII - PREFERENCES, LIMITATIONS AND
RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Section 1. The holders of records of the common shares of this corporation shall be entitled to dividends at such times as the corporation is authorized to pay dividends.

Section 2. Right Upon Liquidation or Dissolution. In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the outstanding common shares shall be paid from the remaining assets of this corporation ratably.

Section 3. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

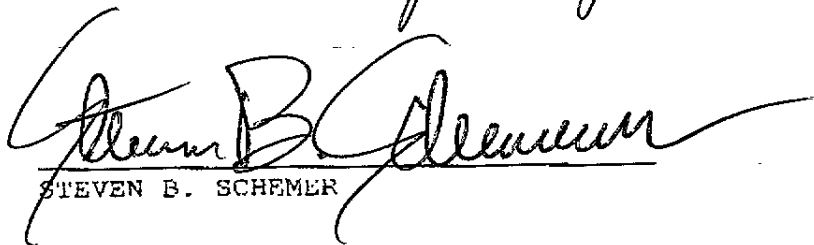
ARTICLE XIV - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments thereto, and any rights conferred upon the shareholders is subject to this reservation.

ARTICLE XV - DIRECTOR'S COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7 day of January, 2002.


STEVEN B. SCHEMER

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared Steven B. Schemer, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal in the State and County aforesaid this 7 day of
JANUARY, 2002.

NOTARY PUBLIC

My Commission Expires:



Barry Alan Wilen
Commission # GG 821649
Expires May 23, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been appointed as Registered Agent for
the above named corporation, hereby consents to said appointment
and agrees to serve as same for said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
7 day of JANUARY, 2002.

BARRY ALAN WILEN

Prepared by:
BARRY ALAN WILEN, ESQ.
4601 Sheridan Street, Suite 208
Hollywood, Florida 33021
(954) 966-0011

FILED
02 JAN -9 AM 11:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA