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January 15, 2009

DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA

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-01/18/02--01032--014
****131.25 ****87.50

RE: CLIMATE KING, INC.

Gentlemen:

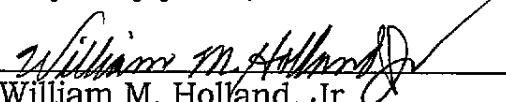
I enclose the original and one (1) copy of the Articles of Incorporation, and Acknowledgement of Acceptance of Registered Agent along with my trust account check in the amount of \$131.25 to cover the following:

- (1) \$35.00 Filing Fee for Articles of Incorporation.
- (2) \$35.00 Filing Fee for designation and acceptance of Registered Agent.
- (3) \$52.50 Fee for furnishing Certified Copy of the Articles of Incorporation.
- (4) \$ 8.75 Fee for Certificate of Status.

Please forward the certified copy of the Articles of Incorporation and Certificate of Status to me.

Thank you for your cooperation.

Very truly yours,


William M. Holland, Jr.

WMHjr/jw
enclosures

cc: J. ARCHIE GAY, SR



ARTICLES OF INCORPORATION
OF
CLIMATE KING, INC.

02 JAN 18 PM 12:09
FILED
TALLAHASSEE FLORIDA
SECRETARY OF STATE

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, do hereby present these Articles of Incorporation, to become a corporation under the laws of the State of Florida, and do hereby accept all of the rights, privileges, benefits and obligations conferred by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the corporation hereby organized.

ARTICLE I - NAME

The name of the corporation shall be:

CLIMATE KING, INC.

ARTICLE II - GENERAL NATURE OF THE BUSINESS

The nature of the business, or objects or purpose to be transacted, promoted or carried on are:

1. To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.
2. The primary purpose of the corporation will be researching, designing, manufacturing, and selling energy conservation equipment involving primarily heat transfer, and the furnishing of products and services affiliated with and/or related thereto and transacting any and all business necessary and/or related thereto.

ARTICLE III – CAPITAL STOCK AUTHORIZED

The amount of capital stock authorized shall consist of Fifty Million (50,000,000) shares of common voting stock, fully paid, and non-assessable, having a par value of One/100,000 Dollars (\$.00001) per share, payable in lawful money of the United States of America. The capital stock of the corporation may at any time be increased or decreased as provided by the laws of the State of Florida.

ARTICLE IV – BEGINNING CAPITAL

The amount of capital with which this corporation will begin business is One Thousand Dollars (\$1,000.00), or in excess thereof.

ARTICLE V – TERM OF EXISTENCE

This corporation shall begin existence at the time and date of filing of the Articles of Incorporation with the State of Florida. This corporation shall have perpetual existence.

ARTICLE VI – LOCATION

The initial address of the principal office of this corporation in the State of Florida shall be:

4301 RALEIGH ST
TAMPA FL 33617

or at such other place either within or without the State of Florida, as from time to time may be fixed by the Board of Directors.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have three (3) or more directors. The number of directors may be increased from time to time by action taken in accordance with the By-Laws of the corporation.

ARTICLE VIII - SUBSCRIBER

The subscriber and incorporator of this corporation is:

J. ARCHIE GAY, SR.
2705 BECK LANE
VALRICO FL 33594

ARTICLE IX - RESERVATION OF RIGHT TO AMEND, ALTER,
CHANGE OR REPEAL ARTICLES OF CORPORATION

This corporation reserves the right to amend, alter, change or repeal any provision contained herein the manner now or hereafter prescribed by law, all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE X - INITIAL REGISTERED AGENT
AND INITIAL REGISTERED OFFICE

Pursuant to Chapters 48 and 607, Florida Statutes, CLIMATE KING, INC., by its subscribing incorporator, desiring to organize the corporation named herein under the laws of the State of Florida, with its principal office as indicated in these Articles of Incorporation in the County of Hillsborough, State of Florida, has named its initial Registered Agent:

J. ARCHIE GAY, SR.
2705 BECK LANE
VALRICO FL 33594

and designated its initial Registered Office as the same address as its Registered Agent.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 14th day of January, 2002, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the Office of the Secretary of the State of Florida, these Articles of Incorporation.

J. Archie Gay, Sr.
J. ARCHIE GAY, SR.
Subscribing Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared J. ARCHIE GAY, SR., who acknowledged the execution and signing of the foregoing instrument; and who produced _____ as identification or is personally known to me.

WITNESS my hand and seal in the County and State aforesaid, this 14th day of January, 2002.

My commission expires:



William M. Holland, Jr.
MY COMMISSION # CC845385 EXPIRES
June 25, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

J. Archie Gay, Sr.
J. ARCHIE GAY, SR.
William M. Holland, Jr.
Notary Public, State of Florida at Large

ACKNOWLEDGEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as the initial Registered Agent for the above-stated corporation, at the address designated as the initial Registered Office in the Articles of Incorporation, J. ARCHIE GAY, SR., hereby accepts the office of Registered Agent.

J. Archie Gay, Sr.
J. ARCHIE GAY, SR.
2705 BECK LANE
VALRICO FL 33594
REGISTERED AGENT

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA