

PO 20000079935

J. STEVEN GRAVES, P. A.

ATTORNEY AT LAW

3720 N. W. 43RD STREET

SUITE 101

GAINESVILLE, FLORIDA 32606

DOROTHY D. PAWLUCZYK
PARALEGAL
TELEPHONE (352) 378-6917
FAX (352) 372-3446

July 11, 2002

FILED
02 JUL 23 PM 4:10
TALLAHASSEE, FLORIDA
• ESTATE PLANNING
• WILLS • TRUSTS • PROBATE
• REAL ESTATE CLOSINGS

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

RE: Pro Air of Florida, Inc.
Articles of Incorporation

000006357140-0
-07/12/02--01045--023
*****122.50 *****79.75

Dear Sir or Madam:

Enclosed herein are the following documents in the above referenced matter:

1. Articles of Incorporation for Pro Air of Florida, Inc., together with a duplicate copy for certification.
2. Check in the amount of \$122.50 to cover the following costs:

Filing fee	\$35.00
Designation of Registered Agent	35.00
Certified copy	<u>52.50</u>
	\$122.50

Please return the certified copy of Articles of Incorporation to our office. Thank you for your assistance in this matter.

Sincerely yours,

J. Steven Graves

JSG:ddp
Enclosures

cc: Frank Nosko, w/o encl.
David J. Freeman, w/o encl.

W-20331

bm 7/23



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 15, 2002

J. STEVEN GRAVES PA
3720 NW 43RD STREET SUITE 101
GAINESVILLE, FL 32606

SUBJECT: PRO AIR OF FLORIDA, INC.
Ref. Number: W02000020331

We have received your document for PRO AIR OF FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 202A00043478

FILED
02 JUL 23 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AIR PRO OF GAINESVILLE, INC.**

ARTICLE I - NAME

The name of this corporation is AIR PRO OF GAINESVILLE, INC. The principal place of business of this corporation shall be 2106 NW 67th Place, Suite 14, Gainesville, Florida, 32653.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Cent (\$.01) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2106 NW 67th Place, Suite 14, Gainesville, Florida 32653, and the name of the initial registered agent of this corporation at that address is FRANKLIN D. NOSKO. The principal office and its mailing address are the same as for the registered agent.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director.

The name and address of the initial Board of Directors of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
FRANKLIN D. NOSKO	2106 NW 67 th Place, Suite 14 Gainesville, FL 32653
DAVID J. FREEMAN	10000 NW 6 th Place Gainesville, FL 32607
JEFFERY PLANT	3710 SE 29 th Avenue High Springs, FL 32643

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
FRANKLIN D. NOSKO	2106 NW 67 th Place, Suite 14 Gainesville, FL 32653

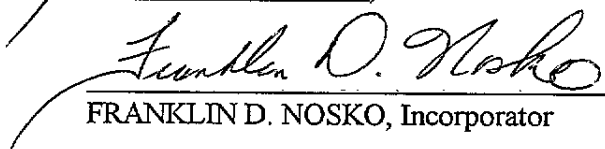
ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 19 of July, 2002.


FRANKLIN D. NOSKO, Incorporator

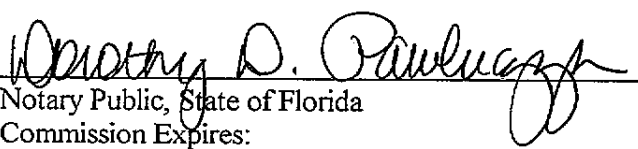
STATE OF FLORIDA

COUNTY OF ALACHUA

Before me this 19 day of July, 2002, personally appeared FRANKLIN D. NOSKO, who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation, and who is personally known to me.



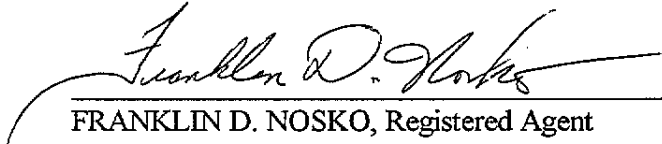
Dorothy D. Pawluczyk
MY COMMISSION # DD037686 EXPIRES
July 29, 2002
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public, State of Florida
Commission Expires:
Commission No.:

ACCEPTANCE

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

Dated this 19 day of JULY, 2002.


FRANKLIN D. NOSKO, Registered Agent

FILED
02 JUL 23 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA