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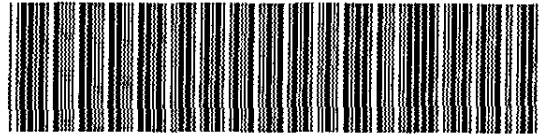
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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
03 MAY 19 PM 2:00

PR 5/28

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\*ALSO MEMBER COLORADO BAR

\*\*ALSO MEMBER ARKANSAS BAR

May 14, 2003

Florida Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, 32399

RE: All Weather Air Conditioning & Refrigeration, Inc.

To whom it may concern:

Enclosed please find the Articles of Incorporation, Consent to Serve as Registered Agent and a check in the amount of \$78.75 of the filing of these documents in reference to the above stated proposed corporation along with a stamped, self-addressed envelope for the return of same.

If there is anything further that is required, please contact this office.

Very truly yours,



Debra L. Rainer, Legal Assistant  
/dlr  
Enclosures as stated

**ARTICLES OF INCORPORATION**

**OF**

**ALL WEATHER AIR CONDITIONING & REFRIGERATION, INC.**

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAY 19 PM 2:00

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is:

**ALL WEATHER AIR CONDITIONING & REFRIGERATION, INC.**

and its mailing address is 1620 Bahama Drive, Key West, and Monroe County, Florida 33040.

SECOND: The period of its duration is perpetual.

THIRD: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

FOURTH: The aggregate number of shares that the corporation shall have the authority to issue is 100 shares of Capital Stock.

FIFTH: The address of its initial registered office is:

1620 Bahama Drive  
Key West, FL 33040

and the name of its initial registered agent at said address is:

Mike Gibbons

SIXTH: The initial Board of Directors shall consist of one member, who need not be a resident of the State of Florida or shareholders of the corporation. The number of directors shall be provided in the Bylaws.

SEVENTH: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

Mike Gibbons  
1620 Bahama Drive  
Key West, FL 33040

EIGHTH: The names and addresses of the incorporators  
are:

Mike Gibbons  
1620 Bahama Drive  
Key West, FL 33040

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed these Articles  
of Incorporation at Key West, Florida, on the 14 day of May, 2003.

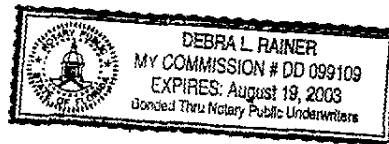
  
\_\_\_\_\_  
MIKE GIBBONS, Incorporator

STATE OF FLORIDA )

COUNTY OF MONROE )

The foregoing instrument was acknowledged before me this 14 day of May, 2003, by  
MIKE GIBBONS, who is personally known to me or who has produced  
\_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public-State of Florida



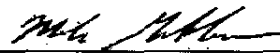
My Commission Expires:

(SEAL)

**CONSENT TO SERVE AS REGISTERED AGENT FOR  
ALL WEATHER AIR CONDITIONING & REFRIGERATION, INC.**

Having been named in the State of Florida as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: 5-14-03



MIKE GIBBONS

FILED  
STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
03 MAY 19 PM 2:00