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LANDT, WIECHENS, LaPEER & AYRES

A Registered Limited Liability Parmership

ATTORNEYS AT LAW

FREDERICK E. LANDT, III EUGENE A. WIECHENS, P.A. RUSSELL W. LaPEER, P.A.* BENJAMIN H. AYRES

Board Certified: Civil Litigation and Business Litigation Also Admitted to District of Columbia Certified Mediator: Florida & Federal Courts OCAL Teleptor Telecor E-mail: b:

August 13, 2003

OCALA OFFICE
445 N.E. 8TH AVENUE
OCALA, FLORIDA 34470
Telephone (352) 351-2000
Telecopier (352) 732-1162
E-mail: bayres @benayres.com

BELLEVIEW OFFICE 5709 S.E. ABSHIER BLVD. BELLEVIEW, FLORIDA Telephone (352) 245-5184 Telecopier (352) 245-9808

> PLEASE REPLY TO OCALA OFFICE

Department of State Division of Corporations 409 E. Gains Street Tallahassee, FL 32399

Re:

MY A C & HEATING, INC.

Dear Sir:

Enclosed please find an original and two (2) copies of the Articles of Incorporation for the above corporation, together with a check in the amount of \$78.75 for payment as follows:

TOTAL - \$78.75

Upon your approval, please certify a copy of these Articles of Incorporation and return it to my office.

Sincerely,

LANDT, WIECHENS, LaPEER & AYRES

By:

Benjamin H. Avres

BHA:pan

Enclosures

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ARTICLES OF INCORPORATION

OF

MY A C & HEATING, INC.

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ARTICLE I: NAME

The name of this Corporation is MY A C & HEATING, INC.

ARTICLE II: PURPOSE

The general nature of the objects and purposes of this Corporation shall be to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III: CAPITAL STOCK

The amount of the capital stock for which this Corporation is authorized to issue is 1000 shares of \$1.00 par value common stock.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is \$1,000.00 (One Thousand Dollars).

ARTICLE V: TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved according to law, effective upon approval by the Secretary of State of the State of Florida.

ARTICLE VI

The name and residence of the subscriber to these Articles of Incorporation is as follows:

BENJAMIN H. AYRES LANDT, WIECHENS, LaPEER & AYRES 445 NE 8TH AVENUE OCALA, FL 34470 (352) 351-2000 bayres@benayres.com NAME

ADDRESS

GEORGE C. SHOTWELL, JR.

P. O. Box 816 Ocala, FL 34478

ARTICLE VII: BOARD OF DIRECTORS

Section 1: The business affairs of this Corporation shall be managed by the Board of Directors. This Corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time, by the By-Laws.

Section 2: The Board of Directors shall be members of the Corporation.

Section 3: Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 4: The name and address of the person who is to serve as Director is:

NAME

ADDRESS

GEORGE C. SHOTWELL, JR.

P. O. Box 816 Ocala, FL 34478

ARTICLE VIII: BY-LAWS

Section 1: The Board of Directors of this Corporation may provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as they may deem necessary from time to time.

Section 2: Upon proper notice, the By-Laws may be amended, altered or rescinded by a three-fourths (3/4) vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

BENJAMIN H. AYRES LANDT, WIECHENS, LaPEER & AYRES 445 NE 8TH AVENUE OCALA, FL 34470 (352) 351-2000 bayres@benayres.com ARTICLE IX: INITIAL REGISTERED AGENT

The street address of the initial principal office of this Corporation is 2731 NE

Jacksonville Road (200A), Ocala, FL 34470, and the name of the initial registered agent of this

Corporation is BENJAMIN H. AYRES, 445 NE 8th Avenue, Ocala, FL 34470.

ARTICLE X: EFFECTIVE DATE

These Articles of Incorporation shall be effective upon approval by the Secretary of State

of the State of Florida.

ARTICLE XI: AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the membership

called for that purpose, by a majority vote of those present, after notice in writing of the exact

wording of the proposed amendment at two regularly scheduled meetings.

ARTICLE XII: DISSOLUTION

In the event of dissolution, the assets of the Corporation shall be distributed to the

stockholders.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set

my hand and seal, this 12 day of August, 2003, for the purpose of forming this Corporation.

GEORGE C. SHOTWELL, JR., Incorporator

352) 351-2000

BENJAMIN H. AYRES LANDT, WIECHENS,

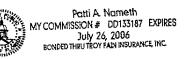
avres@benavres.com

STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, a Notary Public dully	authorized in the state and county above named to
take acknowledgments, personally appeared	GEORGE C. SHOTWELL, JR., who,
Is personally known to me.	 -
Produced the following ident	ification:
GEORGE C. SHOTWELL,	ĴR.:
and who executed the foregoing Articles of I	ncorporation, and he acknowledged before me that he
executed and subscribed to these Articles of	Incorporation.
WITNESS my hand and official seal	$\overline{\Gamma}$ in the County and State named above this \overline{D}^{μ} day
of August, 2003.	Notary Public Printed Name: Pa Hf A. Name Hh My commission expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

MY A C & HEATING, INC., desiring to organize under the laws of the State of Florida, with it's principal office, as indicated in the Articles of Incorporation, at the City of OCALA, County of MARION, State of FLORIDA, has named BENJAMIN H. AYRES, located at 445 NE 8th Avenue, Ocala, FL 34470, as it's agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BENJAMIN H. AYRES

Resident Agent

5\MY-AC-HEAT\RES-AGENT

BENJAMIN H. AYRES LANDT, WIECHENS, LaPEER & AYRES 445 NE 8TH AVENUE OCALA, FL 34470 (352) 351-2000 bayres@benayres.com

