

DATE: JULY 7, 2003

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P O BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: TCB HEATING AND AIR CONDITIONING, INC.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND OUR CHECK FOR \$70.00; \$35.00 FOR FILING FEE AND \$35.00 FOR DESIGNATION OF REGISTERED AGENT.

WE ARE NOT REQUESTING A CERTIFIED COPY OF THE ARTICLES AT THIS TIME.

FROM: CRAIG A. YOUNG
2110 CARRINGTON DRIVE
ORLANDO, FL 32807
(407) 678-9423

THANK YOU FOR YOUR ATTENTION TO THIS MATTER.

SINCERELY,


CRAIG A. YOUNG

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 AUG 19 PM 2:49

ARTICLES OF INCORPORATION
OF
TCB HEATING AND AIR CONDITIONING INC.

THE UNDERSIGNED INCORPORATORS TO THESE ARTICLES OF INCORPORATION, NATURAL PERSONS COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE NAME OF THE CORPORATION IS:

TCB HEATING AND AIR CONDITIONING INC.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS AS A: HEATING AND AIR CONDITIONING REPAIR AND MAINTENANCE SERVICE; INCLUDING, BUT NOT LIMITED TO: INSTALLATION, REPAIRS AND MAINTENANCE OF HEATING AND AIR CONDITIONING UNITS AND OTHER RELATED SERVICES. TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THIS STATE.

TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, TO PURCHASE OR OTHERWISE ACQUIRE, AND TO HOLD, OWN, MAINTAIN, WORK, DEVELOP, SELL, LEASE, EXCHANGE, HIRE, CONVEY, MORTGAGE, OR OTHERWISE TO DISPOSE OF AND DEAL IN, LANDS AND LEASE HOLDS, AND ANY INTEREST, ESTATE AND RIGHTS IN REAL PROPERTY, AND ANY PERSONAL OR MIXED PROPERTY, AND ANY FRANCHISES, RIGHTS, LICENSES OR PRIVILEGES NECESSARY, CONVENIENT OF APPROPRIATE FOR ANY OF THE PURPOSES HEREIN EXPRESSED.

TO EXERCISE ALL THE POWERS NOW GRANTED TO THIS TYPE OF CORPORATION UNDER FLORIDA LAW, AND ALL POWERS SUBSEQUENTLY AUTHORIZED OR GRANTED BY LAW OF PRIVATE CORPORATIONS.

THE FOREGOING CLAUSES SHALL BE CONSTRUCTED BOTH AS OBJECTS AND POWERS, AND IT IS HEREBY EXPRESSLY PROVIDED THAT THE FOREGOING ENUMERATION OF SPECIFIC POWERS SHALL NOT BE HELD TO LIMIT OR RESTRICT IN ANY MANNER THE POWERS OF THIS CORPORATION.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS ONE HUNDRED. CRAIG A. YOUNG SHALL HAVE RESPECTFULLY ONE HUNDRED PERCENT. THE PAR VALUE OF THE STOCK SHALL BE ONE-DOLLAR PER SHARE.

ARTICLE IV

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE V

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

2110 CARRINGTON DR
ORLANDO, FL 32807

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLE VI

THIS CORPORATION SHALL HAVE ONE (1) DIRECTOR, INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BY BYLAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE.

ARTICLE VII

THE NAME AND POST OFFICE ADDRESS OF THE MEMBER OF THE FIRST BOARD OF DIRECTORS IS: CRAIG A. YOUNG
2110 CARRINGTON DRIVE
ORLANDO, FL 32807

ARTICLE VIII

THE NAME AND POST OFFICE ADDRESS OF THE INCORPORATION TO THESE ARTICLES OF INCORPORATION IS:

CRAIG A. YOUNG
2110 CARRINGTON DRIVE
ORLANDO, FL 32807

ARTICLE IX

THE NAME AND ADDRESS OF THE OFFICERS OF THIS CORPORATION ARE AS FOLLOWS:

CRAIG A. YOUNG, PRESIDENT
2110 CARRINGTON DRIVE
ORLANDO, FL 32807

AND

ROBERT TILLEY, VICE PRESIDENT
2110 CARRINGTON DRIVE
ORLANDO, FL 32807

AND

KENNY GENTRY, SECRETARY
2110 CARRINGTON DRIVE
ORLANDO, FL 32807

ARTICLE X

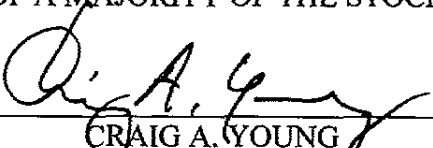
THE CORPORATION SHALL INDEMNIFY ANY AND ALL PERSONS WHO MAY SERVE OR WHO HAVE SERVED AT ANY TIME AS DIRECTOR OR OFFICER, OR WHO AT THE REQUEST OF THE BOARD OF DIRECTORS OF THE CORPORATION MAY SERVE OR AT ANY TIME HAVE SERVED AS DIRECTOR OR OFFICER OF ANOTHER CORPORATION IN WHICH THE CORPORATION AT SUCH TIME OWNED OR MAY OWN SHARES OF STOCK OR OF WHICH IT WAS OR MAY BE A CREDITOR, AND THEIR RESPECTIVE HEIRS, ADMINISTRATORS, SUCCESSORS, AND ASSIGNS, AGAINST ANY AND ALL EXPENSES, INCLUDING AMOUNTS PAID UPON JUDGMENTS, COUNSEL FEES, AND AMOUNTS PAID IN SETTLEMENT (BEFORE OR AFTER SUIT IS COMMENCED), ACTUALLY AND NECESSARILY INCURRED BY SUCH PERSON IN CONNECTION WITH THE DEFENSE OF SETTLEMENT OF ANY CLAIM, ACTION, SUIT, OR PROCEEDING IN WHICH HE OR ANY OF THEM, ARE MADE PARTIES, OR A PARTY, OF WHICH MAY BE ASSERTED AGAINST THEM OR ANY OF THEM, BY REASON OF BEING A DIRECTOR OR OFFICER OF THE CORPORATION, OR OF SUCH OTHER CORPORATION, EXCEPT IN RELATION TO MATTERS AS TO WHICH ANY SUCH DIRECTOR OR OFFICER OR FORMER DIRECTOR OR OFFICER OR PERSON SHALL BE ADJUDGED IN ANY ACTION, SUIT, OR PROCEEDING TO BE LIABLE FOR HIS OR HER OWN NEGLIGENCE OR MISCONDUCT IN THE PERFORMANCE OF HIS OR HER DUTY. SUCH INDEMNIFICATION SHALL BE IN ADDITION TO ANY OTHER RIGHTS TO WHICH THOSE INDEMNIFIED MAY BE ENTITLED UNDER ANY LAW, BY-LAW, AGREEMENT, VOTE OF THE STOCKHOLDER, OR OTHERWISE, AND THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XI

THE REGISTER OFFICE SHALL BE 2110 CARRINGTON DRIVE, ORLANDO, FL, 32807, AND THE REGISTERED AGENT AT THAT SAME ADDRESS IS CRAIG A. YOUNG.

ARTICLE XII

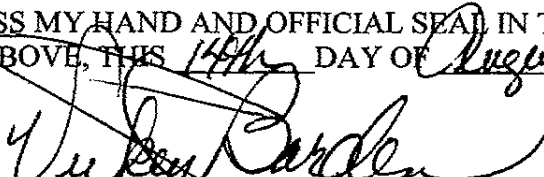
THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE HOLDER OR HOLDERS OF A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.


CRAIG A. YOUNG

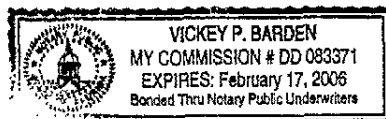
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGEMENTS, PERSONALLY APPEARED, CRAIG A. YOUNG, TO ME WELL KNOWN TO BE THE PERSON DESCRIBED AS THE INCORPORATOR IN AND WHO EXECUTED THE FORGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE SUBSCRIBED TO THOSE ARTICLES OF INCORPORATION.

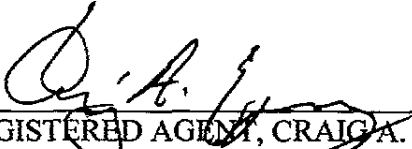
WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE, THIS 14th DAY OF August, 2003.


NOTARY PUBLIC

My Commission expires:



I, HAVING BEEN NAMED REGISTERED AGENT FOR TCB HEATING AND AIR
CONDITIONING INC. AGREE TO ACCEPT SERVICE OF PROCESS OF SAID
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I
HEREBY AGREE TO ACT IN THE CORPORATION'S BEST INTEREST AND
AGREE TO COMPLY WITH THE PROVISIONS OF THE CORPORATION ACT OF
FLORIDA.


REGISTERED AGENT, CRAIG A. YOUNG
2110 CARRINGTON DRIVE
ORLANDO, FL 32807

(407) 678-9423

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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