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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

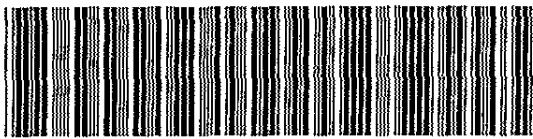
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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2003 OCT 24 PM 2:44

FLORIDA STATE  
TALLAHASSEE FLORIDA

FILED

LSG 11/3/03

TRANSMITTAL LETTER

FILED

2003 OCT 24 PM 2:44

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

IN LIEU OF STATE  
TALLAHASSEE FLORIDA

**SUBJECT:** WHITMAN HEATING & AIR CONDITIONING, INC.

(PROPOSED CORPORATE NAME - **MUST INCLUDE SUFFIX**)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: PETER J. MUNSON, ESQUIRE

Name (Printed or typed)

1501 SOUTH FLORIDA AVENUE

Address

LAKELAND, FLORIDA 33803

City, State & Zip

(863) 680-9908

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

F B I

**ARTICLES OF INCORPORATION**  
**OF**  
**WHITMAN HEATING & AIR CONDITIONING, INC.**

2003 OCT 24 PM 2:44  
FLORIDA STATE  
TALLAHASSEE FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I - Name**

The name of the corporation is **WHITMAN HEATING & AIR CONDITIONING, INC.**

**ARTICLE II - Principal Office  
and Mailing Address of the Corporation**

The address of the principal office and mailing address of the corporation is 3805 Winchester Road, Lakeland, Florida 33811.

**ARTICLE III - Commencement and Duration**

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE IV - Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE V - Stock**

The corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock, which shares shall be a single class.

**ARTICLE VI - Preemptive Rights**

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued

shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

#### ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have one directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>
MORRIS LEE WHITMAN	3805 Winchester Road, Lakeland, FL 33811

#### ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

### ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

### ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation are:

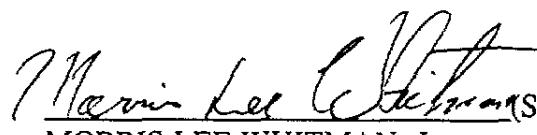
Name \_\_\_\_\_ Address \_\_\_\_\_

MORRIS LEE WHITMAN 3805 Winchester Road, Lakeland, FL 33811

### ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 3805 Winchester Road, Lakeland, Florida 33811 and the name of the initial registered agent of the corporation at that address is Morris Lee Whitman.

**IN WITNESS WHEREOF**, the undersigned, as incorporator, hereby executes these articles of incorporation this 20<sup>th</sup> day of October, 2003.

  
Morris Lee Whitman (SEAL)  
MORRIS LEE WHITMAN, Incorporator

STATE OF FLORIDA  
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MORRIS LEE WHITMAN, who [ ] is personally known to me or who [ ] has produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 20 day of Lakeland, 2003, at Lakeland, Florida.

(NOTARIAL SEAL)

\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My Commission Expires:



To: The Department of State  
Tallahassee, Florida 32304

FILED

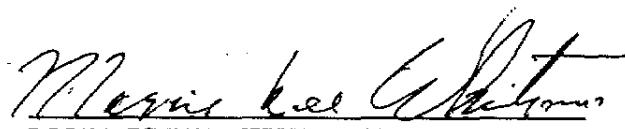
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~~STATE OF FLORIDA~~  
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMESTIC FLORIDA  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501 of the Florida General Corporation Act, the following  
is submitted:

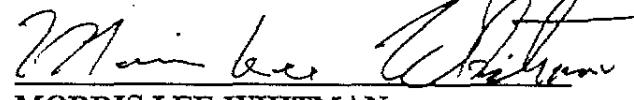
**WHITMAN HEATING & AIR CONDITIONING, INC.**, with its place of business at  
3805 Winchester Road, Lakeland, Florida 33811, has named **MORRIS LEE WHITMAN**, located  
at 3805 Winchester Road, Lakeland, Florida 33811, as its agent to accept service of process within  
Florida.

Dated: October 20, 2003.

  
**MORRIS LEE WHITMAN**, Incorporator

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,  
and I am familiar with and accept the duties and obligations of Chapter 607 of the Florida General  
Corporation Act.

Dated October 20, 2003.

  
**MORRIS LEE WHITMAN**  
Registered Agent