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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-17-02
[Signature]

Thomas E. Evans, Jr., CPA, PA
Certified Public Accountant

1816 Lynncrest Road
Lakeland, FL 33803

Tel. (863) 682-6583
Fax (863) 687-0874

November 4, 2003

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

Subject: Incorporation "ROGERS A/C & REFRIGERATION, INC."

Gentlemen:

Please Incorporate ROGERS A/C & REFRIGERATION, INC. Enclosed are two copies of the Articles of Incorporation for "ROGERS A/C & REFRIGERATION, INC." and a check for \$78.75 to pay the Incorporation fee.

Sincerely,



Thomas E. Evans, Jr., CPA
Thomas E. Evans, Jr., CPA, PA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ROGERS A/C & REFRIGERATION, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, Hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The Corporate Name is: ROGERS A/C & REFRIGERATION, INC., The principal corporate address is: 4425 Hallamview Lane, Lakeland, FL 33813. The mailing address for said corporation is 4425 Hallamview Lane, Lakeland, FL 33813.

ARTICLE TWO

DURATION

The duration of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation may transact any and all lawful business allowable under the Laws of the State of Florida.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 7,500 all of which shall be common shares with a par value of one dollar.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial Registered office of the Corporation is 4425 Hallamview Lane, Lakeland, FL 33813, and the name of the initial Registered Agent at such address is ROBERT E ROGERS, JR.

ARTICLE SIX

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one Director and a maximum of three directors.

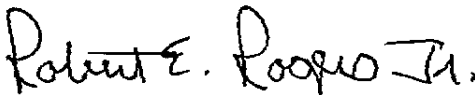
ARTICLE SEVEN

INCORPORATORS

The name and address of the Incorporator is:

ROBERT E. ROGERS, JR.
4425 Hallamview Lane
Lakeland, FL 33813

IN WITNESS WHEREOF. We have Subscribed our names this 4th Day of November 2003.


ROBERT E. ROGERS, JR., Incorporator

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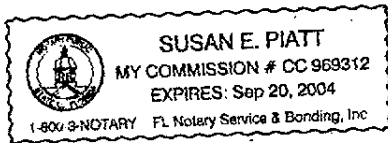
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF POLK:

On this 4th Day of November 2003 before me personally appeared ROBERT E. ROGERS, JR. known to be the person whose names is subscribed to the within instrument, and acknowledged that he has executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Susan E. Piatt
NOTARY PUBLIC

My Commission Expires: 9/20/04

CERTIFICATE OF REGISTERED AGENT

PURSUANT TO SECTION 607.0501 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ROGERS A/C & REFRIGERATION, INC.
2. The name and address of the registered agent and office is:

ROBERT E. ROGERS, JR.
4425 Hallamview Lane
Lakeland, FL 33813

ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: This 4th Day of November 2003

Robert E. Rogers Jr.

ROBERT E. ROGERS, JR., REGISTERED AGENT