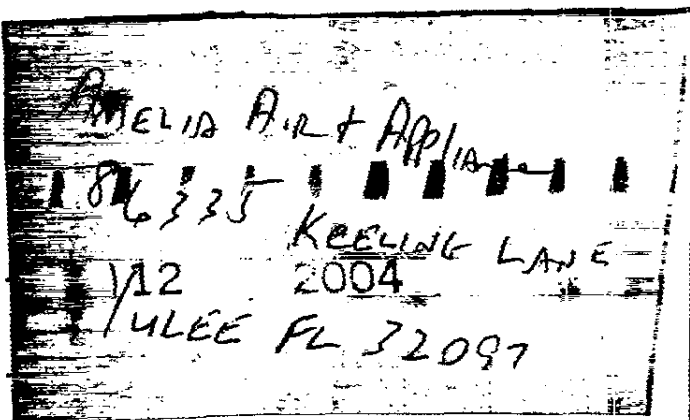


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☐ PICK-UP

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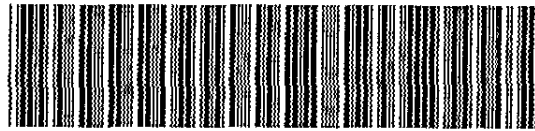
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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EFFECTIVE DATE

02/12/04

02/16/04--01024--004 **78.75

FILED
04 FEB 16 AM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02-19-04
13-

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

February 12, 2004

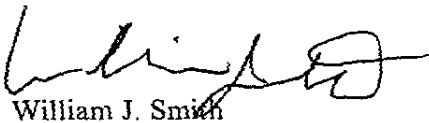
Re: Articles of Incorporation for Amelia Air & Appliance, Inc.

Dear Sirs:

Enclosed, please find one original and one copy of the Articles of Incorporation for Amelia Air & Appliance, Inc. along with a check for the required filing fees in the amount of \$78.75.

Please provide written notification when these articles are accepted.

Sincerely,

A handwritten signature in black ink, appearing to read 'William J. Smith', is written over the printed name.

William J. Smith

**ARTICLES OF INCORPORATION
OF
Amelia Air & Appliance, Inc.**

FILED
04 FEB 16 AM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the provisions of the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I. NAME

EFFECTIVE DATE
02-12-04

The name of this corporation is: Amelia Air & Appliance, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States and the State of Florida. To engage in the business of installation and repair of heating/air conditioning systems and other appliances.

To establish copy rights and/or patents, to purchase, to receive by way of gift, subscribe for, invest in, and in all other ways import, lease possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real personal, or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money credits, Choices in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision of agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character if interest therein and appurtenance thereto, including but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, power or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise, either alone or in company with others.

To promote of aid in any manner, financially or otherwise, any person, firm association or corporation, and to guarantee contracts and other obligations.

To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof.

ARTICAL III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is FIVE HUNDRED (500) with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICAL IV. TERMS OF EXISTANCE

The corporation is to exist perpetually.

ARTICAL V. EFFECTIVE DATE

The effective date shall be February 12, 2004.

ARTICAL VI. ADDRESS

The initial address of the principle office of this corporation is: 86335 Keeling Lane, Yulee Florida 32097. The Board of Directors may, from time to time, move the principle office to an other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL DIRECTORS

The name and address of the initial directors who shall hold office for the first year on corporate existence or until their successors are elected or appointed and have qualified are:

DIRECTOR	ADDRESS
Stefan J. Erdmann	86335 Keeling Lane Yulee, Florida 32097

ARTICLE IX. OFFICERS

The names and addresses of the officers who shall hold office for the first year of corporate existence or until their successors are elected or appointed are:

NAME	OFFICE	ADDRESS
Stefan J. Erdman	President	86335 Keeling Lane
	Sec./Treasurer	Yulee, FL. 32097

ARTICLE X. REGISTERED AGENT

The name and address of the initial register agent of this corporation is: WILLIAM J. SMITH, 4492 Limpkin Lane, Fernandina Beach, FL 32034.

ARTICLE XI. INCORPORATOR

The name and address of the incorporator is WILLIAM J. SMITH, 4492 Limpkin Lane, Fernandina Beach, FL 32034.

ARTICLE XII. MEETINGS

Annual meetings shall be held on June 1 of each year proceeding the fining of the Articles of Incorporation.

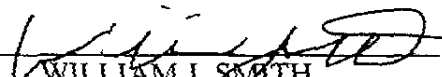
ARTICLE XIII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provide by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the issued and outstanding stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority of the stockholders.

EXECUTED this 12th day of February 2004.

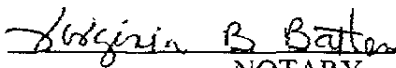

WILLIAM J. SMITH

By my signature below, I hereby accept appointment as the Designated Registered Agent of this Corporation.


WILLIAM J. SMITH

STATE OF FLORIDA
COUNTY OF NASSAU

THE FOREGOING instrument was acknowledged before me this 12th of February 2004, by William J. Smith, who is personally known to me.


NOTARY

VIRGINIA B. BATTEN
Notary Public, State of Florida
My Comm. expires July 30, 2004
Comm. No. CC 940073