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SECRETARY OF STATE TALLAHASSEE, FLORIDA





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(Ret. 1999)

OF COUNSEL
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jek@avislaw.com

March 4, 2004

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: ARTICLES OF INCORPORATION OF ARCTIC HEAT, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-captioned corporation together with the executed acceptance of appointment of registered agent and this firm's check in the amount of \$78.75 covering the following fees:

Filing Fee	\$35.00
Certificate of Good Standing	8.75
Registered Agent Designation	35.00
	\$78.75

Please file the original Articles of Incorporation, date and stamp the enclosed copy and return it with a Certificate of Good Standing letter to the undersigned.

Very truly yours,

Avis & Avis, P.A.

Warren E. Avis, Jr.

WEA/mb Enclosures

 $W:\label{lem:wathers} We have $$W:\MyFiles\2004$ Clients\Mathers\Corr.-030404$ Articles of Inc. to SOS. wpd$

ARTICLES OF INCORPORATION

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OF

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ARCTIC HEAT, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

In compliance with Chapter 607 and/or Chapter 621, F.S., the undersigned incorporator, WILLIAM J. MATHERS, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be:

ARCTIC HEAT, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2431 SE DIXIE HIGHWAY STUART, FLORIDA 34996

ARTICLE III

PURPOSE

The Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV

SHARES

The aggregate number of shares of stock the Corporation shall be authorized to create and issue is 1,000 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The name and Florida street address of the initial registered agent is:

WILLIAM J. MATHERS 2431 SE DIXIE HIGHWAY STUART, FLORIDA 34996

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

WILLIAM J. MATHERS 2431 SE DIXIE HIGHWAY STUART, FLORIDA 34996

ARTICLE VII

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

The name and street address of the initial Directors who shall hold office the first year of the Corporation's existence or until his successor is elected are:

WILLIAM J. MATHERS 2431 SE DIXIE HIGHWAY STUART, FLORIDA 34996

STANLEY A. BACH 2431 SE DIXIE HIGHWAY STUART, FLORIDA 34996

ROBERT S. ZELKO 2431 SE DIXIE HIGHWAY STUART, FLORIDA 34996

IN WITNESS WHEREOF, the undersigned Articles of Incorporation at Stuart, Florida, for the undersigned MARCA, 2004.	d incorporator has made and subscribed these uses and purposes aforesaid, on this 2 day of
	Will Att
	WILLIAM J. MATHERS
STATE OF FLORIDA) COUNTY OF Martin)	
	Incorporation, and who freely and voluntarily
IN WITNESS WHEREOF, I have hereunto this 2 day of March, 2004.	set my hand and official seal at Stuart, Florida,
	Jargulpe J. Martin Norary Public, State of Florida at Large
	JACQULYWE F. MARTIN
	Print Name of Notary Public My Commission Expires: 2/3/25
	Jacquiyne F Mertin My Commission DD0e8861 Expires February 03, 2006

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of 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:

ARCTIC HEAT, INC.

2. The name and address of the registered agent and office is:

WILLIAM J. MATHERS 2431 SE DIXIE HIGHWAY STUART, FLORIDA 34996

SIGNATURE

WILLIAM J. MATHÉRS

TITLE

Secretary

DATE

MARCH 2, 2004

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.

SIGNATURE

WILLIAM L MATHERS

DATE

MARCH 2, 200+