

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000152224 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : CARLTON FIELDS  
Account Number : 076077000355  
Phone : (813) 223-7000  
Fax Number : (813) 229-4133

2004 JUL 23 P 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

## FLORIDA PROFIT CORPORATION OR P.A.

KELLY REFRIGERATION SERVICES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

7-23-04

Audit No. H04000152224 3

**ARTICLES OF INCORPORATION  
OF  
KELLY REFRIGERATION SERVICES, INC.**

0002  
**FILED**  
2004 JUL 23 P 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation (the "Corporation"):

**ARTICLE I  
Name**

The name of the Corporation is Kelly Refrigeration Services, Inc.

**ARTICLE II  
Initial Principal Office and Mailing Address**

The Corporation's initial principal office and mailing address is 1950 W. New Hampshire Street, Orlando, Florida 32804.

**ARTICLE III  
Shares**

The corporation shall have authority to issue 10,000 common shares with a par value of \$.01 per share.

**ARTICLE IV  
Initial Registered Agent and Office**

The street address of its initial registered office is Corporate Center Three at International Plaza, 4221 W. Boy Scout Boulevard, Tampa, Florida 33607-5736, and the name of its initial registered agent at that address is CFRA, LLC, a Florida limited liability company.

**ARTICLE V  
Incorporator**

The name and address of the incorporator are:

Name

Address

Cristin A. Conley

Corporate Center Three at International Plaza  
4221 W. Boy Scout Boulevard  
Tampa, Florida 33607-5736

Audit No. H04000152224 3


**ARTICLE VI**  
**Indemnification**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

Dated this 23<sup>rd</sup> day of July 2004.

  
\_\_\_\_\_  
Cristin A. Conley, Incorporator  
(1)

Audit No. H04000152224 3

### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this 23<sup>rd</sup> day of July 2004.

Registered Agent:

CFRA, LLC,  
a Florida limited liability company

By:   
Cristin A. Conley

2004 JUL 23 P 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED