

PO4000132883

BRANDON Kyle Peddie

(Requestor's Name)

22404 NE SR 20

(Address)

P.O. Box 38

(Address)

Hosford, FL 32334

(City/State/Zip/Phone #)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

304A-55920

**ARTICLES OF INCORPORATION
OF
GRACE VENTILATION SYSTEMS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned natural person competent to contract, acting as incorporator of a Corporation under the General Corporation Law of the State of Florida, make, subscribe, acknowledge and file the following Articles of Incorporation for such Corporation.

ARTICLE I - NAME

The name of the Corporation is: GRACE VENTILATION SYSTEMS, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation is organized and empowered: to conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other states and countries; to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of property of other instruments to secure the payment of corporate indebtedness as required; to purchase the corporate assets of any other Corporation and engage in the same or other

character of business; to guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock or any bonds, securities or other evidences of indebtedness created by any other Corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all of the rights, powers and privileges of ownership, including the right to vote such stock.

The general purpose of this Corporation is to market and distribute ventilation / climate control systems.

This Corporation shall be authorized to engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which the Corporation will begin business shall not be less than One Hundred Dollars (\$100.00).

ARTICLE V - CORPORATE EXISTENCE

This Corporation is to have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the principal office of the Corporation in the State of Florida is: 22404 NE SR 20, Hosford, Florida 32334.

ARTICLE VII - NUMBER OF DIRECTORS

The number of the directors of the Corporation shall be set from time to time by the By-laws, but shall at least be one (1).

ARTICLE VIII - FIRST BOARD OF DIRECTORS

The name and street address of the member of the first board of directors of the Corporation is as follows:

Brandon Kyle Peddie

22404 NE SR 20

Hosford, FL 32334

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 22404 NE SR 20, Hosford, Florida 32334 and the initial registered agent of this Corporation at such office shall be Brandon Kyle Peddie, who upon

accepting this designation agrees to comply with the provision of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE X - INDEMNIFICATION

To the fullest extent permitted by law, the Corporation shall indemnify each person made or threatened to be made a party to a threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative including the right of the Corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or in testate, is or was a director, officer, employee or agent of the Corporation or served any other Corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the Corporation.

ARTICLE XI - INCORPORATOR

The name and street address of the person signing these articles is:

NAME

Brandon Kyle Peddie

ADDRESS

22404 NE SR 20
Hosford, FL 32334


Brandon Kyle Peddie

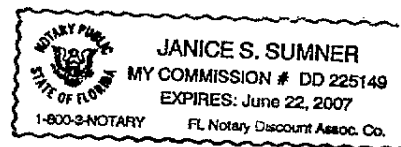
STATE OF FLORIDA
COUNTY OF LIBERTY

The foregoing Articles of Incorporation of Brandon Kyle Peddie,
were executed before me this 21 day of Sept., 2004, by
Brandon Kyle Peddie, Incorporator.

Janice S. Sumner
Notary Public, State of Florida
at Large

(SEAL)

My Commission Expires: 6/22/07



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Grace Ventilation Systems, Inc., at the place designated in the Articles of Incorporation, Brandon Kyle Peddie agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

DATE: 9/21/04



Brandon Kyle Peddie
22404 NE SR 20
PO Box 38
Hosford, FL 32334

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