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To: Division of Corporations  
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2004 OCT -7 P 4: 07  
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TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**THERMO AMERICA CORPORATION**

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10-7-04  
2004

**ARTICLES OF INCORPORATION**  
**OF**  
**THERMO AMERICA CORPORATION**

*The undersigned incorporator, 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: THERMO AMERICA CORPORATION

**ARTICLE II: PRINCIPAL OFFICE**

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

1725 Main Street, Suite 209, Weston, FL 33326

**ARTICLE III: PURPOSE**

This corporation is organized for the purpose of engaging in the business of commercialization, distribution, sales and marketing of air conditioning, parts and equipment and related products, as well as for general investments purposes, international trade, import and export of thermoelectric parts and any other product; to engage in any business activity related to this industry, as well as to conduct all lawful business in the United States and abroad.

**ARTICLE IV: SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND (1,000) shares of US\$1.00 par value each

**ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida Street address of the initial Registered Agent is:

José G. Tovar Del Corral  
C/o: 1725 Main Street, Suite 209  
Weston, Florida 33326

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**ARTICE VI: INITIAL BOARD OF DIRECTORS AND OFFICER**

The Corporation shall initially have one (1) Director and one (1) Officer to hold office until the first annual meeting of Stockholders or Directors, respectively, or until their successors have been duly elected and qualified, or until their earlier resignation, removal from office or death.

The number of Directors may increase in accordance with the procedure stated in the By-Laws of the Corporation. The number of Officers may also increase or decrease in accordance with the procedure stated in the By-Laws of the Corporation.

**The names and address of the initial Director is:**

Juan Pablo Cataldo, 9340 Fontanbleau Blvd., No.309, Miami, FL 33172

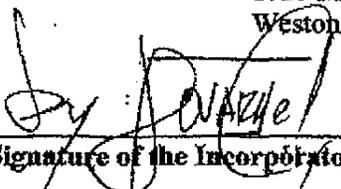
**The names and address of the initial Officer is:**

President: Juan Pablo Cataldo, 9340 Fontanbleau Blvd., No.309, Miami, FL 33172

**ARTICLE VII: INCORPORATOR**

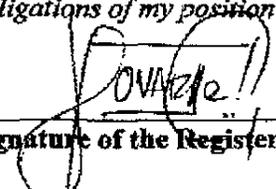
**The name and address of the incorporator to these Articles of Incorporation is:**

Juan Pablo Cataldo  
C/o: Arias Tovar & Associates, P.A.  
1725 Main Street, Suite 209  
Weston, Florida 33326

  
\_\_\_\_\_  
Signature of the Incorporator

Date: October 6, 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 of the Registered Agent

Date: October 6, 2004