

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : STEVEN A. MASON, P.A.
Account Number : I20000000242
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D. WHITE JUL 13 2005

FLORIDA PROFIT CORPORATION OR P.A.

REFRIGERATION MAN, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05

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**ARTICLES OF INCORPORATION
OF
REFRIGERATION MAN, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE - NAME and ADDRESS

The name of the corporation is the REFRIGERATION MAN, INC., a for-profit Florida corporation, located at 1701 N.E. 191st Street, Suite 313, N. Miami Beach, FL 33179.

ARTICLE TWO - DURATION and EFFECTIVE DATE

The term of existence of the Corporation is perpetual, and the corporate existence will commence with the filing of these Articles of Incorporation with the Florida Department of State

ARTICLE THREE - PURPOSES

The purposes for which the Corporation is organized are: 1) to own and operate an appliance sales and repair business, in accordance with the provisions of Chapter 607, Florida Statute; and 2) to engage in any business at any location in the State of Florida, as may be authorized by Florida law, as aforesaid.

ARTICLE FOUR - DIRECTORS

There shall be two (2) members of the Board of Directors of the Corporation. The names and addresses of the persons who are to serve as the initial directors until the first election are as follows:

<u>Name</u>	<u>Address</u>
Marvin Schuster President	1300 Miami Gardens Drive, Ste. 614 N. Miami Beach, FL 33179
Clara Schuster Vice President, Secretary, Treasurer	1300 Miami Gardens Drive, Ste. 614 N. Miami Beach, FL 33179

ARTICLE FIVE - INDEMNIFICATION

The Corporation shall indemnify each officer or director, or any former officer or director, to the full extent permitted by law. The corporation shall defend, indemnify and hold harmless such officer or director from any claims which may be presented against him arising out of his official actions on behalf of the corporation or the furtherance of the corporation's business. This indemnification shall be made so long as the actions of the officer or director were undertaken in good faith for the best interests of the Corporation and were lawful or were undertaken pursuant to advice of counsel.

ARTICLE SIX - REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 3363 Sheridan Street, Suite 201, Hollywood, FL 33021. The initial registered agent of the Corporation at that address shall be Steven A. Mason, Esq.

ARTICLE SEVEN - ALIENATION OF SHARES AND OWNERSHIP INTERESTS

No shareholder may sell or transfer his or her shares in this corporation, except with the written permission of the other shareholders, which shall not be unreasonably withheld.

ARTICLE EIGHT - CAPITAL OF CORPORATION

There shall be one class of stock, and there shall initially be two hundred (200) shares authorized and issued, with NO PAR value. The initial capital of the corporation shall be One Hundred Dollars (\$100.00). Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE NINE - INCORPORATORS

The names and residence addresses of the subscribers of these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Marvin Schuster	1300 Miami Gardens Drive, Ste. 614 N. Miami Beach, FL 33179
Clara Schuster	1300 Miami Gardens Drive, Ste. 614 N. Miami Beach, FL 33179

ARTICLE TEN - VOTING RIGHTS

Each shareholder in good standing shall be entitled to one vote per share owned at any regular or special Corporation meeting at which he/she is present. Proxy voting will not be permitted at any Corporation meeting or election.

ARTICLE ELEVEN - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the same kind, class or series as that which he holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE TWELVE - AMENDMENTS

SECTION 1: Amendments to the By-Laws and these Articles may be proposed by the Board of Directors or by written petition addressed to the Secretary, signed by fifty percent (50%) of the shareholders in good standing and entitled to vote. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the shareholders by the Secretary with recommendations of the Board for a vote within three (3) months of the date when the petition was received by the Secretary.

SECTION 2: The By-Laws and these Articles may be amended by a two-thirds (2/3) vote of the shareholders present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least one (1) week prior to the date of the meeting.

IN WITNESS WHEREOF, I have subscribed my name this 11th day of July, 2005.


MARVIN SCHUSTER, Incorporator


CLARA SCHUSTER, Incorporator


ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

On this 11th day of July, 2005, before me, the undersigned authority, personally appeared Marvin Schuster and Clara Schuster, personally known to me to be the persons whose names are subscribed to the within instrument, or who produced the following identification: FIA. Driv. Lic - Lic. #15- and who acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this date.


Notary Public, State of Florida at Large
My commission expires:

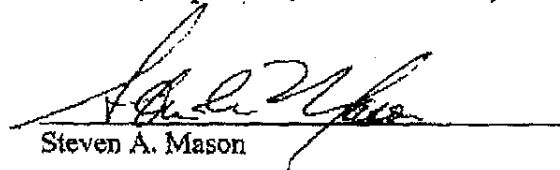


Ana M. Baez
My Commission DP240642
Expires October 06, 2007

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ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida For-Profit Corporation Act relative to keeping open said office. (Chapter 607, Florida Statutes)


Steven A. Mason

This instrument was prepared by:

Steven A. Mason, Esq.
3363 Sheridan St., #201
Hollywood, FL 33021

FILED
2005 JUL 12 P 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA