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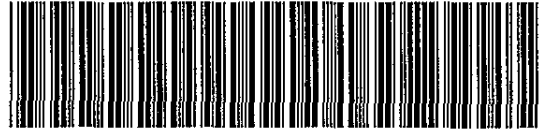
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: INNOVATIVE COOLING INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☒ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Richard M. Gress, Esq.
Name (Printed or Typed)

600 Sierra Circle
Address

Carol Gables, FL 33156
City, State & Zip

(786) 268-0470
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF INNOVATIVE COOLING INC.

The undersigned incorporators associate themselves with the intention of forming a professional corporation pursuant to Chapters 607 and 621 of the Florida Statutes and adopt the following articles of incorporation for the corporation:

ARTICLE ONE

NAME

The name of the corporation is Innovative Cooling Inc.

ARTICLE TWO

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 600 Sierra Circle, Coral Gables, FL 33156. The name of the initial registered agent, located at the same address, is Richard M. Gregg, Esq.

ARTICLE THREE

DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE FOUR

PURPOSE

The purpose of this corporation is to engage in any lawful business.

ARTICLE FIVE

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 10,000 shares. These shares shall be of a single class of common stock, and shall have no par value.

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TALLAHASSEE, FLORIDA

ARTICLE SIX

TAX ELECTION

The corporation shall elect Subchapter S tax status, until otherwise notified.

ARTICLE SEVEN

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE EIGHT

CAPITALIZATION

The amount of capital with which the corporation shall begin to perform its business is not less than \$1,000.00.

ARTICLE NINE

RESTRICTION ON TRANSFER OF SHARES

All shares issued by this corporation shall be considered restricted and not freely transferable or alienable. Shares may only be sold with the unanimous consent of the board of directors. This restriction shall continue until such time as this corporation is merged or acquired by another corporation, and at such time said restriction shall cease to exist. All shares, when issued, shall have the notation conspicuously on them that states that the shares are restricted, and shall have them removed when they become freely transferable.

ARTICLE TEN

MANAGEMENT

The corporation shall be governed by its officers and shall not have a board of directors. No officer of the corporation shall be personally liable to the corporation or any of its shareholders for damages or breach of fiduciary duty as an officer, except as required by law under the business judgment rule.

ARTICLE ELEVEN

INCORPORATORS

The name, street addresses and initial percentage ownership of the outstanding shares to be issued of each person signing these articles of incorporation as an incorporator are:

- 1) Richard M. Gregg, Esq, as trustee 100%

ARTICLE TWELVE

DISSOLUTION

The corporation may be dissolved upon the following events happening: the unanimous consent of all shareholders or the State of Florida dissolving said corporation for cause. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders, pro rata.

ARTICLE THIRTEEN

FOREIGN REGISTRATION

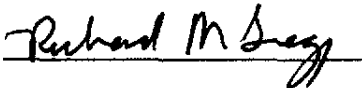
The corporation shall, upon the initial distribution of its product in an individual state, register as a foreign corporation in that state.

ARTICLE FOURTEEN

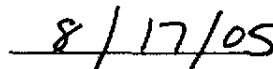
AMENDMENTS

The corporation reserves the right to alter, amend, change or repeal and provision contained in this Articles of Incorporation.

WE THE UNDERSIGNED, being the incorporators named in Article Eleven, do hereby make and file these Articles for the purpose of forming a new corporation, hereby declaring and certifying that the facts contained herein are true.



Richard M. Gregg, Esq



Date

ACCEPTANCE OF REGISTERED AGENT

I, RICHARD M. GREGG, of 600 Sierra Circle, Coral Gables FL 33156, do hereby accept the initial appointment as the registered agent of INNOVATIVE COOLING INC., and will accept all service of process for the same.

Richard M. Gregg
Richard M. Gregg, Esq

8/17/05
Date

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