

P860000/2520

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



PICK-UP



WAIT



MAIL

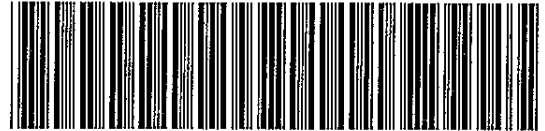
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500064275665

01/23/06--01017--023 **78.75

FILED

2006 JAN 23 P 4:41

1-27-06
was,

TRANSMITTAL LETTER

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

SUBJECT: BAILEY'S HEATING & COOLING
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is 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

ADDITIONAL COPY REQUIRED

FROM: MICHAEL BAILEY
Name (Printed or typed)

2906 FOREST CIRCLE
Address

JEFFNER FL 33584
City, State & Zip

813 843-7801
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
BAILEY'S HEATING & COOLING, INC.**

FILED
200 JUL 23 P 4:41

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby forms a corporation under the laws of the State of Florida.

ARTICLE I – CORPORATE NAME

The name of the corporation is BAILEY'S HEATING & COOLING, INC.

ARTICLE II – DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of providing service repairs and installation of air conditioning and heating systems to the American public.

ARTICLE IV – CAPITAL STOCK

The number of shares of stock of this corporation is:

100 shares at \$1.00 par value

ARTICLE V – PRINCIPAL OFFICE

The principal office and mailing address of this corporation is:

2906 FOREST CIRCLE
SEFFNER, FL 33584

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is:

Foster Lovett, CPA
400 E. MLK Blvd.
Suite 108
Tampa, Florida 33603

ARTICLE VII – INCORPORATOR

The name and address of the incorporator of this corporation is:

Michael Bailey
2906 Forest Circle
Seffner, Florida 33584

ARTICLE VIII – OFFICERS

The officers of the Corporation shall be:

President: Michael Bailey
2906 Forest Circle
Seffner, Florida 33584

Vice-President: Jill Bailey
2906 Forest Circle
Seffner, Florida 33584

Treasurer: Joey Barkovitch
2906 Forest Circle
Seffner, Florida 33584

ARTICLE IX – INITIAL BOARD OF DIRECTOR(S)

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name of the initial director of the corporation is as follows:

Michael Bailey
2906 Forest Circle
Seffner, Florida 33584

ARTICLE X – BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the shareholders.

ARTICLE XI – MANAGEMENT OF CORPORATIONS BY SHAREHOLDERS

All corporate power shall be exercised by or under the authority of the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XII – SHAREHOLDER QUORUM AND VOTING

One Hundred (100%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE XIII – AMENDMENT TO CHARTER

These Articles of Incorporation may be amended, altered, or changed by the shareholders only at a regular meeting or special meeting called for this purpose.

ARTICLE XIV – CONTRACTS

No contract or other transaction between the company and any other corporation, whether or not a majority of the capital stock of the same shall be owned by the company, shall be affected or invalidated by reason of the fact that any one or more of the stockholders of the company is or are interested in, or is a director or officer, or are directors or officers of such corporation. Any shareholder or shareholders, individually or jointly may be a party or parties to or may be interested in any contract or transaction of the company or in which the company is interested, and no contract, act or transaction of the company with any person or persons, firm or corporation shall be affected or invalidated by the fact that any shareholder or shareholders, officer or officers of this corporation is a part or are parties to or interested in such contract, act or transaction or in any way connected with such person or persons, firm or corporation. Each and every person who may become a shareholder of the company is hereby relieved from any liability that might exist otherwise from thus contracting with the company for the benefit of himself or any firm, association, or corporation in which he may in anywise be interested.

ARTICLE XV – INDEMNITY OF OFFICERS AND STOCKHOLDERS

This corporation shall indemnify and save harmless its officers and stockholders of and from any suits, actions, or judgments arising out of their conduct of the affairs of the corporation, in which suit, action or judgment, any liability shall be alleged or imposed

upon any of the corporation's officers or stockholders in behalf of the corporation, and the corporation shall further pay all costs, legal expenses, and any other charges, that said officer or stockholder may incur in the defense of any claim, suit, or action that may be instituted against the said officers or stockholders in their individual capacities, it being the purpose and intent that the corporation shall save its officers and stockholders harmless from any action taken by them in its behalf.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 29 day of DECEMBER, 2005.


Michael Bailey

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

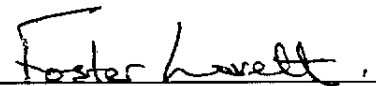
CERTIFICATE OF REGISTERED AGENT OF

BAILEY'S HEATING & COOLING, INC.

Pursuant to Florida Statutes, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its principal office and mailing address as indicated in the Articles of Incorporation, has named **Foster Lovett** located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in the above 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 for said corporation.


Foster Lovett