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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP    ☐ WAIT    ☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
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TALLAHASSEE, FL 32303

3/24/06  
2/24/06  
2/24/06



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 24, 2006

JOHN K FINCH  
323 MAIN STREET  
SAFETY HARBOR, FL 34695

SUBJECT: MEL BANKS AIR CONDITIONING, INC.  
Ref. Number: W06000009437

We have received your document for MEL BANKS AIR CONDITIONING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Regulation, resubmit the document and the approval letter to the Division of Corporations for filing.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes  
Document Specialist  
New Filing Section

Letter Number: 606A00013347

**JOHN K. FINCH**

Attorney at Law

Associate Counsel:

February 16, 2006

Department of State  
Division of Corporations  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32301

**Re: Mel Banks Air Conditioning, Inc.**

Dear Sir/Madam:

Enclosed is an original and one copy of Articles of Incorporation and the original and one copy of the Certificate Designating Registered Agent and Place of Business or Domicile for the Service of Process Within Florida for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed, which represents \$70.00 for the filing fee and \$52.50 for a certified copy.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me. If you have any questions or need additional information, please give me a call.

Sincerely,



JOHN K. FINCH

JKF/db  
encls.



OFFICE OF FINANCIAL REGULATION

DON B. SAXON  
COMMISSIONER

FINANCIAL SERVICES  
COMMISSION

JEB BUSH  
GOVERNOR

TOM GALLAGHER  
CHIEF FINANCIAL OFFICER

CHARLIE CRIST  
ATTORNEY GENERAL

March 15, 2006

John K. Finch, Esquire  
323 Main Street  
Safety Harbor, Florida 34695

Dear Mr. Finch:

Re: Mel Banks Air Conditioning, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Linda B. Charity  
Director

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,  
Department of State

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06 FEB 23 PM 12:45  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**MEL BANKS AIR CONDITIONING, INC.**

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06 FEB 23 PM 12:45  
TALLAHASSEE, FLORIDA

**ARTICLE I. CORPORATE NAME.**

The name of this corporation is: **MEL BANKS AIR CONDITIONING, INC.**

**ARTICLE II. TERM OF EXISTENCE.**

This Corporation shall have perpetual existence commencing upon filing of these articles and continuing until dissolved according to law.

**ARTICLE III. NATURE OF BUSINESS.**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE IV. CAPITAL STOCK.**

This Corporation is authorized to issue and have outstanding at any one time 1,000 shares of \$1.00 par value per share common stock.

Par value shares may be issued only for a consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, all shares issued shall be deemed fully paid and nonassessable.

**ARTICLE V. BOARD OF DIRECTORS.**

This Corporation shall have one initial director. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The name of the initial director of this Corporation and his street address is:

**WILLIAM R. BURGESS**  
**991 Withlacoochee Street**  
**Safety Harbor, Florida 34695**

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE VI. INDEMNIFICATION.**

The corporation shall indemnify any present or former officer or director, or personal exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### **ARTICLE VII. BYLAWS.**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

#### **ARTICLE VIII. AMENDMENT.**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE IX. INCORPORATOR.**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

**WILLIAM R. BURGESS**  
**991 Withlacoochee Street**  
**Safety Harbor, Florida 34695**

#### **ARTICLE X. PRINCIPAL OFFICE/REGISTERED OFFICE ADDRESS AND AGENT**

The street address, as well as, the mailing address of the **Principal Office** is **WILLIAM R. BURGESS**, 991 Withlacoochee Street, Safety Harbor, FL 34695 and the **Registered Office** of this Corporation in the State of Florida shall be 323 Main St., Safety Harbor, Florida 34695 and the name of the registered agent of this corporation at that address is **John K. Finch, Esq.** The Principal Office and Registered Office have different street and mailing

addresses.

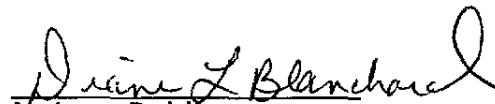
The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**IN WITNESS WHEREOF**, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on February 21, 2006.

  
WILLIAM R. BURGESS

**STATE OF FLORIDA  
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 21 day of February, 2006, by **WILLIAM R. BURGESS**, who is personally known to me/who produced \_\_\_\_\_ as identification, and who did/did not take an oath.

  
Notary Public  
My Commission Expires:



Diane L. Blanchard  
My Commission DD148574  
Expires September 03 2008

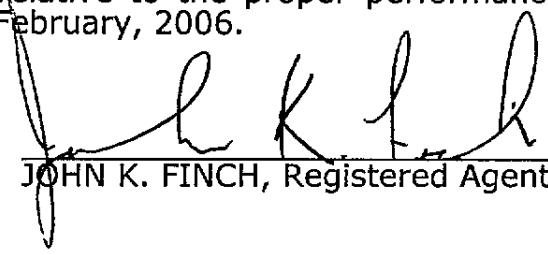
**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

**MEL BANKS AIR CONDITIONING, INC.**, to organize or qualify under the laws of the State of Florida, with its Initial Registered Office as indicated in the Articles of Incorporation, at 323 Main Street, Safety Harbor, County of Pinellas, State of Florida, 34695, has named **John K. Finch** as its agent to accept service of process within Florida.

**ACKNOWLEDGMENT AND ACCEPTANCE:**

Having been named as the Registered Agent for the above said corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes Chapter 607.0505 and all other statutes relative to the proper performance of my duties. Accepted this 16 day of February, 2006.

  
\_\_\_\_\_  
JOHN K. FINCH, Registered Agent

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06 FEB 23 PM 12:45  
TALLAHASSEE, FLORIDA