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FROM: (PLEASE PRINT)

PHONE ()

Marilyn Barrett
4138 Heartstone Place
Boynton Beach, FL 33436-

(City/State/Zip/Phone #)

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FILED
2008 JUN 16 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE AND ARTICLES OF INCORPORATION
OF
Calm & Kool Engineering Inc.**

FILED

2008 JUN 16 PM 1:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, having the age of 18 or more, have associated themselves for the purpose of forming a corporation under the laws of **FLORIDA**

and do hereby adopt the following Certificate and Articles of Incorporation.

Name. The name of this corporation is, **Calm & Kool Engineering Inc.**,

Purpose and Powers. This corporation is organized for the transaction of any and all

Lawful business for which corporations may be incorporated under the laws of the State of

FLORIDA, as they may be amended from time to time, and specifically but not in

Limitation thereof, the purpose of:

**CONDUCTING, BUT NOT LIMITED TO ALL ASPECTS COMMERCIAL AND RESIDENTIAL AIR
CONDITIONING AND EQUIPMENT REPAIR, LEASING, AND INSTALLATION**

This corporation shall have the broad general powers set forth by regulation and statute in

This state.

3. **Duration.** The duration of this corporation shall be for **INPERPETUITY**.

4. **Statutory Agent.** The corporation appoints **Marlyn Barrett** who has been a bona

Fide resident of **FLORIDA** for at least **FIVE** years.

This appointment may be revoked at any time in accordance with the rules of the State of **FLORIDA**.

Registered Place of Business. The initial registered place of business shall be:

Street Address:
4138 Heartstone Place
Boynton Beach, FL 33436

**5a. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION
SHALL BE:**

4138 Heartstone Place
Boynton Beach, FL 33436

Copies of all corporate records shall be kept at the registered place of business.

6. **Board of Directors.** The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws. In the case of any increase in the number of directors, the additional directors shall be elected by the shareholders at an annual or special meeting, as shall be provided for in the bylaws.

The initial Board of Directors shall consist of Two persons, who shall serve until their successors are qualified according to the bylaws, and whose names and addresses are:

Name

Address

Marlyn Barrett, President **4138 Heartstone Place, Boynton Beach, FL 33136**

Jose Cora, Vice-President **4971 Bonsai Circle Unit 105, Palm Beach, FL 33418**

7. **Amendment of Bylaws.** Both the shareholders and the board of directors shall have the power to amend the bylaws as provided in the bylaws.

8. **Incorporators.** The names and addresses of the undersigned incorporator(s) are(is):

Name

Address

Marlyn Barrett, President

4138 Heartstone Place, Boynton Beach, FL 33176

Jose Cora, Vice-President

4971 Bonsai Circle Unit 105, Palm Beach, FL 33418

All powers, duties and responsibilities of the Incorporators shall cease at the time of delivery of this Certificate and Articles of Incorporation to the person or department with whom the Articles are filed.

9. **Commencing Business.** The minimum amount of capital with which the corporation shall commence business is \$ 500.00

Whenever any existing or former officer, employee or agent shall report to the president of the Corporation or the Chairman of the Board of Directors that he or she has incurred or may incur expenses, including, but not limited to legal fees, judgments, penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting within the scope of his or her employment as an officer, employee or agent of the corporation, the Board of Directors shall, at its next regular meeting or at a special meeting held within a reasonable time thereafter, determine in good faith whether or not, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent.

If the Board of Directors determines in good faith that such person did not act, fail to act or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933 and provided further that the Corporation shall have the right to refuse to indemnify any person who shall have unreasonably refused to permit the corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

d) Miscellaneous Provisions:

"NONE"

13. Additional Articles. The corporation adopts the following additional articles, required by the laws of this state:
"NONE"

14. **Statutory Agent Verification.** Having been designated to act as Statutory Agent,

I hereby consent to act in that capacity until removed or until my resignation is submitted in accordance with the laws of this state. , **Marlyn Barrett** The Statutory Agent can be reached at the following address:

Dated: 06-14-08

4138 Heartstone Place, Boynton Beach, FL 33476


Signature of Statutory Agent

IN WITNESS WHEREFO, the following incorporators have signed these Articles of Incorporation,
intending that they become effective as of this date: 06-14-08

Printed Name

Signature


Marlyn Barrett

Marlyn Barrett

Jose Cora

Jose Cora

Notary Public

NOTARY PUBLIC-STATE OF FLORIDA
 Danielle A. Barone
Commission # DD472422
Expires SEP 15, 2009
Bonded Thru Atlantic Bonding Co., Inc.

Danielle Barone

FILED
2008 JUN 16 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA