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LAZARUS CORPORATE INDUSTRIES, INC.		752L	
890 S.W. 87 AVEN			
(Address)			
MIAMI, FLORIDA 33174 (305)552-5973 (City, State, Zip) (Phone #)		OFFICE USE ONLY	
LOCAL REPRESENTA	• • • • • •		
(904)385-6715			
CORPORATION NAM	IE(S) & DOCUMENT NUM	BER(S) (if known):	
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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/Director		
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		
	DISCISTED IT CONT.		
OTHER FILINGS	REGISTRATION/ QUALIFICATION		
Annual Report	Foreign	NANCY HENDRICKS JUN - 2 1995	
Fictitious Name	Limited Partnership	NANCT REMAINS	
Name Reservation	Reinstatement		
	Trademark		
	Other	Examiner's Initials	
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CR2E631(10/92)

### ARTICLES OF INCORPURATION

OF

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# JEC Air Conditioning Inc.

## ARTICLES I - NAME AND ADDRESS

The name of this corporation is JEC Air Conditioning Inc.

The address of the principal office and the mailing address of this corporation is 2900 Southwest 20th Street Miami, Florida 33145-2340.

## ARTICLES II - PURPOSE

This corporation is organized for the purpose of transaction any and all lawful business.

#### ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Hundred (100) shares of common stock, all of which are to have a par value of One Dollar (\$1.00) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

### ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any unissued or treasury shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 V - INITIAL REGISTERED

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office is:

Name Address

Rene Navarro, Esquire 250 Catalonia Avenue Suite 505

Coral Gables, Florida 33134

## ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

# ARTICLE VII - INITIAL

## BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of two people. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one. The name and address of the members of the initial Board of Directors of this corporation is:

<u>Name</u> <u>Address</u>

Juan E. Campelo - P 2900 Southwest 20 Street Miami, Florida 33145-2340

## ARTICLE VIII - INCORPORATOR

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

Name

Address

Juan E. Campelo

2900 Southwest 20 Street Miami, Florida 33145-2340

# ARTICLE IX - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.

## ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

## ARTICLE XI - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24 day of  $M_{Art}$ , 1995

Juan E. Campelo Incorporator STATE OF FLORIDA )
COUNTY OF DADE )

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Juan E. Campelo, known to me and known by me to be the person who executed the foregoing Articles of Incorporation as Incorporator thereof, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this day of kay, 1995.

My Commission Expires:

Notary Public C. Show VIII.

OFFICIAL NOTARY SEAL CRISTINA VILLATE NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC458867 MY COMMISSION EXP. MAY 20,1997

# ACCEPTANCE OF APPOINTMENT

OF

## REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation and states that he is familiar with and accepts the obligations of Section 607.0501 of the Florida Statutes

Rene Navarro, Esquire

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