

LAW OFFICES OF
JOHN D. SPEAR
SUNSHINE PROFESSIONAL CENTER
9200 BONITA BEACH ROAD
SUITE 204
P. O. Box 2207
BONITA SPRING, FLORIDA 33959

(941) 947-1102
FAX (941) 947-6056

January 3, 1996

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

500001681805
-01/03/96--01070--012
****122.50 ****122.50

RE: A. JOHNSON COOLING, INC. OF FLORIDA

Dear Sir or Madam:

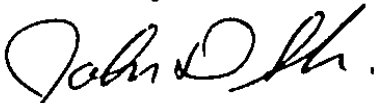
Enclosed are two originals of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
	\$122.50

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Sincerely,



John D. Spear

JDS/sav

Enclosures

cc: Stephen R. Martin

FILED
96 JAN -8 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN JAN 10 1996

496A-1286

ARTICLES OF INCORPORATION
OF

A. JOHNSON COOLING, INC. OF FLORIDA

The undersigned incorporator, a natural person competent to contract, hereby forms and establishes a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation is A. JOHNSON COOLING, INC. OF FLORIDA.

ARTICLE II. NATURE OF BUSINESS AND POWERS

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 III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation shall be located at the following address:

2161 Andrea Lane, A-3
Ft. Myers, FL 33912

FILED
96 JAN -8 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The mailing address of the Corporation is as follows:
432 South Main Street
Franklin, Ohio 45005

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the Initial Registered Office of the Corporation in the State of Florida shall be:

Brad C. Gilpin
2161 Andrea Lane, A-3
Ft. Myers, FL 33912

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

ARTICLE VII. BOARD OF DIRECTORS

The Corporation shall have three (3) directors initially. The number of directors may be decreased or increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

Stephen R. Martin
432 South Main Street
Franklin, Ohio 45005

Herbert Mueller
432 South Main Street
Franklin, Ohio 45005

Brad C. Gilpin
2161 Andrea Lane, A-3
Ft. Myers, FL 33912

The persons named as initial directors 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 IX. INCORPORATOR

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

Stephen R. Martin
432 South Main Street
Franklin, Ohio 45005

ARTICLE X. 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.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 2 day of JANUARY, 1996.


STEPHEN R. MARTIN, Incorporator

STATE OF OHIO
COUNTY OF Wade

THE FOREGOING INSTRUMENT was acknowledged before me this 2
day of JANUARY, 1996, by STEPHEN R. MARTIN, who is
personally known to me or who has produced LICENSE
as identification and who did (did not) take an oath.



WILLIAM A. NICELY, Notary Public
in and for the State of Ohio
My Comm. Expires Mar. 23, 2000

[Signature]
NOTARY PUBLIC - STATE OF OHIO


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS SHALL BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That **A. JOHNSON COOLING, INC. OF FLORIDA**, desiring to
organize under the laws of the State of Florida, with its
principal office, as indicated in the Articles of Incorporation,
at Lee County, State of Florida, has named **BRAD C. GILPIN** as its
agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above-named Corporation, at the place designated in this
Certificate, the undersigned agrees to act in this capacity and
agrees to comply with the provisions of Florida law relative to
keeping the designated office open.


BRAD C. GILPIN
REGISTERED AGENT

FILED
96 JAN -8 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA