P96000000619 TRANSMITTAL LETTER

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

	Resource Interna			1 7 7 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3
· (Pro	posed corporate name - m	iust include suffix)		3: 50
Enclosed is an original a	nd one (1) copy of ti	he articles of Inc	corporation and a c	check
Filing Fee	Filing Fee Fili & Certificate & Cer	122.50 [ing Fee dired Copy Co 8 itional Copy Re	\$131.25 Filing Fee, ertified Copy & Certificate equired	
FROM:	Douglas S. Speer		•	
	Name (printed o	r typed)		to the second
	5208 NE 24th Te	errace Ste.	F322	
	Address			
•	Fort Lauderdale	F1. 33308	200001 01/17/96	691152
	City, State & Zip *****		****78.75	*****78.75
	954-489-1239	<u> </u>		
	Daytime Telephon	e number		

AL JAN 1 7 1995

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

Douglas S. Speer

5208 N.E. 24th Terrace #F-322 Fort Lauderdale, Florida 33308 (954) 489-1239

ENERGY RESOURCE INTERNATIONAL, Inc.

January 8, 1996

Corporate Purposes: To engage in consulting with, and advising owners of existing commercial and residential structures, as well as owners and architects engaged in new construction, in the area of energy management products, systems, and services. These products, systems, and services include but are not limited to thermal barrier contings, energy storage, motor regulators, and refrigeration/air conditioning system modification.

Also to provide to owners of existing structures and new construction access to these products, systems, and services.

Additionally, to supervise the proper installation and application off these products and systems utilizing locally licensed and insured contractors.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or otherwise desirable for the furtherance of the corporate objectives expressed above.

ARTICLES OF INCORPORATION

96 JAH 17 PH 3: 50

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Energy Resource International, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5208 NE 24th Terrace, Ste. F322 Fort Lauderdale, F1. 33308

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares; no par value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Douglas S. Speer 5208 NE 24th Terrace Ste. F322 Fort Lauderdale, F1. 33308

ARTICLE V INCORPORATOR(8) See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are);

Douglas S. Spoor 5208 NE 24th Torrace Sto. F322 Fort Laudordale, F1. 33308

14	day o		, 19_ <u>96</u>	
•	n	AN	111	
			Signature/	
			Signature	
	•		Signature	

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF DIVISION OF CONTROL STATE REGISTERED AGENT/REGISTERED OFFICE 6 JAH 17 PM 31 50

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	Energy Resource International, Inc.
2. The name and address of the registered agent and office is:		
	Douglas S.	Speer (Name)
		th Terrace, Ste. F322 cor Mail Drop Box NOT ACCEPTABLE)
	Fort Laude	ordale, Fl. 33308 (CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this 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.

| January 14, 1996 | (DATE)