

# P96000061504

## TRANSMITTAL LETTER

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

FILED  
95 JUL 22 PM 1:40

SUBJECT: MARLINS AIR CONDITIONING, INC.  
(Proposed corporate name - must include suffix)

100001300951  
-07/23/96--01005--020  
\*\*\*\*131.25 \*\*\*\*131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: FLORENCIO R. ANDRES  
Name (printed or typed)

11318 S W 147th PLACE  
Address

Miami FL 33196  
City, State & Zip

(305) 385-8584  
Daytime Telephone number

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

711 7-23-96

## ARTICLES OF INCORPORATION

*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: MARLINS AIR CONDITIONING, INC.

### ARTICLE II PRINCIPAL OFFICE

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

4886 S W 75th Avenue  
Miami FL 33155

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,500

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Florencio R. Andres  
11318 S W 147th Place  
Miami FL 33196

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96 JUL 22 11:40  
TALLAHASSEE, FL 32301

**ARTICLE V INCORPORATOR(S)**

**See instructions for officers/directors**

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

Florencio R. Andres - President  
11318 S W 147th Place  
Miami FL 33196

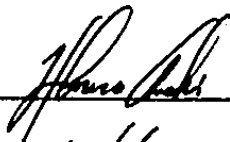
Jorge Luis Lopez - Vice-President  
11122 S W 148th Place  
Miami FL 33196


Aimee A. Lopez - Secretary/Treasurer  
11122 S W 148th Place  
Miami FL 33196

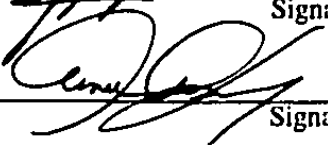
The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

17th day of July, 19 96.

(An additional article must be added if an effective date is requested.)

  
\_\_\_\_\_  
Signature

  
\_\_\_\_\_  
Signature

  
\_\_\_\_\_  
Signature

**Notarization is not required**

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

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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: MARLINS AIR CONDITIONING, INC

2. The name and address of the registered agent and office is:

Florencio R. Andres  
(NAME)  
11318 S W 147th Place  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)  
Miami FL 33196  
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

*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.*

  
(SIGNATURE)

7/17/96  
(DATE)

P96000061504  
**PAN AM**  
Air Conditioning

July 22, 1997

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

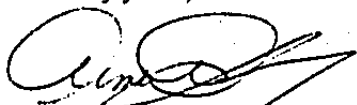
900002249569--2  
-07/28/97--01146--008  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir/Madam:

Enclosed please find a check in the amount of \$87.50 Dollars to cover the articles of amendment filing fee and one certified copy for the amendments done to Marlins Air Conditioning, Inc.

If we can be of further assistance, please do not hesitate to contact us.

Sincerely yours,

  
Mrs. Aimee A. Lopez  
President

FILED  
97 JUL 28 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AM  
P96  
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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**MARLINS AIRCONDITIONING, INC**

97 JUL 28 PM 1:13  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 607, 1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

**ARTICLE VIII :** Nominations of officers of the corporation. The following persons were nominated and thereupon elected:

**For President :** Aimee Andres Lopez  
**For Vice President:**  
**For Secretary :** Aimee Andres Lopez  
**For Treasurer :** Aimee Andres Lopez

Upon motion duly made, seconded and carried, the above named persons were elected as directors of the corporation each to hold office until the annual meeting of shareholders, and until a successor of each shall have been elected and qualified or until his/her resignation, removal from office or death

**ARTICLE III :** Maximum number of shares capital stock that this corporation is authorized to have outstanding at any one time is to increase from **ONE THOUSAND FIVE HUNDRED (1,500 shares)** of common stock having a par value of (\$5.00) dollars per share to **SEVEN THOUSAN FIVE HUNDRED (7,500 shares)** of common stock having a par value of (\$1.00) dollars per share.

**ARTICLE XII :** Registered Agent for the corporation shall be as follows:

**Alice Andrea Lopez**

Registered Office of the Corporation shall be:

**4886 S. W. 75<sup>TH</sup> Avenue Miami FL 33155**

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

In addition this stock shall have full voting rights, pre-emptive privileges, non-cumulative as to dividends, and shall be issued fully paid and non-assessable. The stock shall be restricted as to transfer as follows:

This stock may not be transferred on the books of this corporation, without first giving the right to purchase for ten (10) days to the corporation at the book value of the stock, and thereafter for five (5) days to any stockholders, of record at the same price and terms of any bona fide offer which the holder may desire to accept. All of said stock shall be payable in cash, equipment, property, real or personal labor or services in lieu of cash, at just valuation to be fixed by the Board of Directors of this Corporation.

**THIRD:** The date of each amendment's adoption is July 1, 1997.

**FOURTH:** Adoption of Amendments:

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 1<sup>st</sup> day of July 1997

Signature: \_\_\_\_\_

*Frederic Lopez*  
President

**ARTICLE XII: REGISTERED AGENT CHANGED BY AMENDMENT**

Registered Agent for the corporation : **Aimee Andres Lopez**

As now registered agent for Marlins Air Conditioning Inc. I Aimee Andres Lopez accept the appointment. I am familiar with and accept all obligations that this position requires.



Aimee Andres Lopez