

P96000089584

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

EFFECTIVE DATE
10-25-96

AL OCT 31 1996



REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN
Will Pick Up 10/31 12:00

RE: Envirocons Dual No 53523

Source Systems, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S- 588881992105-0		
<input type="checkbox"/> Fictitious Name File -10/31/96-00047-008		
	****122.50	****122.50
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

Certificate Of Incorporation

ENVIRONS DUAL SOURCE SYSTEMS, INC.

ARTICLE I - NAME & ADDRESS

The name of this incorporation shall be ENVIRONS DUAL SOURCE SYSTEMS, INC.. The address of this Corporation is 2327 Destiny Way, Odessa, Florida 33556.

ARTICLE II - DURATION

EFFECTIVE DATE
10-28-96

This Corporation shall exist perpetually. In accordance with Section 607.0203, the date when existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States of America, or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any time shall be fifty million (50,000,000) shares of Common Stock at a par value of \$.0001 per share upon which there are no preemptive rights. The Common Stock shall be paid for at such time as the Board of Directors may designate, in cash, real property, personal property, services, patents, leases, or any other valuable thing or right for the uses and purposes of the corporation, and shares of capital, which issued in exchange thereof shall thereupon and thereby become and be paid in full, the same as though paid in cash at par, and shall be non assessable forever; the judgment of the Board of Directors as to the value of the property, right or thing acquired in exchange for capital stock shall be conclusive.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have a perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE & AGENT

The address of the principal office shall be: 2327 Destiny Way, Odessa, Florida 33556
The address of the registered office shall be: 519 Lantern Circle, Tampa, Florida 33617

ARTICLE VII - REGISTERED AGENT

The registered office may be moved from time to time by action of the Board of Directors. The registered agent shall be: Mr. Dominick F. Maggio, whose address is 519 Lantern Circle, Tampa, Florida 33617.

ARTICLE VIII - BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors consisting of not less than one (1), with the number of directors increased or diminished from time to time by the By-Laws, but shall never be less than one (1). Each officer and director shall hold office until his or her successor is elected and qualified, provided however that a majority of the stockholders may, at a regular or a special meeting, remove any officer or director with or without cause. The duties, powers and functions of the officers and directors of this corporation shall be as usually devolve upon such officers and directors unless otherwise provided in the By-Laws.

ARTICLE IX - DIRECTORS

The directors of this corporation shall be:

<u>NAME:</u>	<u>ADDRESS</u>	<u>TITLE</u>
Eugene L. Cornett, II	21437 Clubside Loop, Lutz, Florida 33549	Chairman/President
Thomas H. Hebert	1340 Eastwood Drive, Lutz, Florida 33549	Director/Secretary
Dominick F. Maggio	519 Lantern Circle, Tampa, Florida 33617	Director/Treasurer

ARTICLE X - ORIGINAL SUBSCRIBERS

The original subscribers to this corporation shall be:

<u>NAME:</u>	<u>ADDRESS</u>
Eugene L. Cornett, II	21437 Clubside Loop, Lutz, Florida 33549
Thomas H. Hebert	1340 Eastwood Drive, Lutz, Florida 33549
Dominick F. Maggio	519 Lantern Circle, Tampa, Florida 33617

ARTICLE XI - 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 to the stockholders by them, and approved at the stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless, however, all of the Board of Directors and all of the stockholders sign a written statement manifesting their intention to amend a certain article herein.

ARTICLE XII - SPECIAL POWERS

The following special powers, provisions, privileges and limitations shall be applicable to and govern this corporation.

No contract or any other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected by, or invalidated by the fact that any of the directors of this corporation, provided however, that the fact that such director is interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation holding office in another corporation or being a director thereof, who is so interested, any be counted in determining the existence of a quorum at any meeting of the Board of

Directors of this corporation which shall authorize such contract or transaction as if he were not such director or officer of such corporation and not so interested.

ARTICLE XIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - BYLAWS

The initial ByLaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the ByLaws or adopt new ByLaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XV - DATE OF EXISTENCE

The date when this corporation shall begin its existence is: October 28, 1996.

The undersigned, being an original subscriber to this corporation, and the capital stock therein, for the purposes of forming a corporation to do business within and without the State of Florida, in pursuance of the General Laws of the State of Florida, Chapter 607, F.S.A., and the Acts amendatory thereto and supplemental thereof, does make and file this Certificate of Incorporation, hereby declaring and certifying that the facts stated herein are true and does agree to take the number of shares set opposite my name.

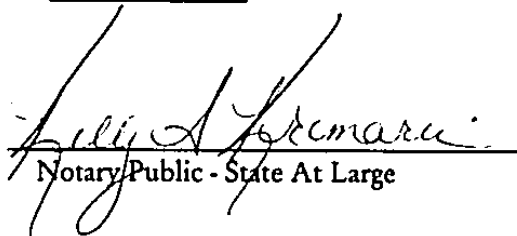
In Witness Whereof, we have hereunto set our hands and seals this 28th day of October, 1996.



Eugene L. Cornett, II
Chairman/President

Sworn to and subscribed before me this 28th Day of October, 1996.

My Commission expires:


Notary Public - State At Large

ENVIRONS

DUAL SOURCE SYSTEMS, INC

FILED
9502131 11:33

LA


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM SERVICE
OF PROCESS IS BINDING AND ACCEPTANCE OF AGENT**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act.

The corporation, ENVIRONS DUAL SOURCE SYSTEMS, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 2327 Destiny Way, Odessa, Florida 33556, has named Mr. Dominick F. Maggio as its Agent to accept service of process within the State of Florida.

ACCEPTANCE


Having been named to accept service of process for the above named corporation at the address which is designated in this Certificate of Incorporation, I hereby accept to act in this capacity, and I agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping said office open for service of process.


Dominick F. Maggio
Registered Agent

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

6/13/97
Hello "

A simple hand-drawn smiley face consisting of two dots for eyes and a curved line for a mouth, enclosed in a circle.

Signature

Requested by:

Name

Date _____

Time

Walk-In

Will Pick Up

800002211418--7
-06/13/97--01032--007
*****87.50 *****87.50

-06/13/97--01032--007

*****87.50 *****87.50

FILED
97 JUN 13 PM 3:53
RECEIVED
97 JUN 13 7:11:05

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Name Reservation _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

Articles of Amendment
to
Articles of Incorporation
of
ENVIRONS DUAL SOURCE SYSTEMS, INC.
DOCUMENT NO.: P96000089584

97 JUN 13 PM 3:54
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006 Florida Statutes, this corporation adopts and resolves the following Articles of Amendment to its Articles of Incorporation:

FIRST: We *RESOLVE* that *ENVIRONS DUAL SOURCE SYSTEMS, INC.*, incorporated October 28, 1996, does hereby vote to change the name of this corporation to:
ENVIRONS COOLING & HEATING PRODUCTS, INC.

SECOND: We *RESOLVE* that this company will retain all officers and directors as defined in the original *ENVIRONS DUAL SOURCE SYSTEMS, INC.* filing.


THIRD: We *RESOLVE* that one hundred percent (100%) ownership of *ENVIRONS COOLING & HEATING PRODUCTS, INC.* will be held by *ENERGY TECHNOLOGIES, INC.*, making *ENVIRONS* a wholly owned subsidiary.

These actions shall be effective as of this, the 12th day of June, 1997.

This amendment was approved by the shareholders unanimously.

Signed this 13th day of June, 1997.

By:


Eugene L. Cornett, II
President

June 13, 1997
Date

ENVIRONS DUAL SOURCE SYSTEMS, INC.