

William Kent Westbrook  
CERTIFIED PUBLIC ACCOUNTANT, P.A.

P97000008391

7652 ASHLEY PARK COURT, SUITE 301  
ORLANDO, FLORIDA 32835  
(407) 578-8300  
(407) 578-7444 FAX

January 17, 1997

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

800002066238--5  
-01/23/97--01064--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Transpro, Inc.

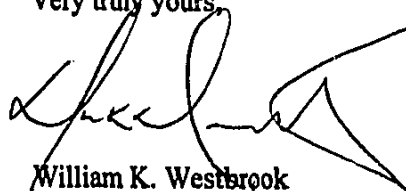
Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$70.00.

This represents the cost of the Filing Fees and Fee for the Registered Agent Designation for the above named corporation. A Certified Copy is not desired at this time.

Thank you for your assistance in this matter.

Very truly yours,

  
William K. Westbrook

Encls.

1/29/97  
JD

FILED  
97 JAN 23 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

TRANSPRO, INC.

(NAME OF CORPORATION)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: TRANSPRO, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States, the State of Florida or any state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1000) of One Dollar(S) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME Transpro, Inc.  
ADDRESS 834 Lake Marion Drive  
CITY Altamonte Springs, FLORIDA 32701

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V - CONTINUED

The name and street address of the Initial Registered Agent of the Corporation is:

NAME Donald D. Coen  
ADDRESS 834 Lake Marion Drive  
CITY Altamonte Springs, FLORIDA 32701

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One ( 1 ) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial director of the corporation is as follows:

NAME Donald D. Coen  
ADDRESS 834 Lake Marion Drive  
CITY Altamonte Springs, FLORIDA 32701

ARTICLE VII - INCORPORATORS

The name and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME Donald D. Coen  
ADDRESS 834 Lake Marion Drive  
CITY Altamonte Springs, FLORIDA 32701

IN WITNESS WHEREOF, the undersigned subscriber has executed these Article of Incorporation this 17th day of January, 1997.

Do - Coen (Seal)

STATE OF FLORIDA

)

SS

COUNTY OF \_\_\_\_\_)

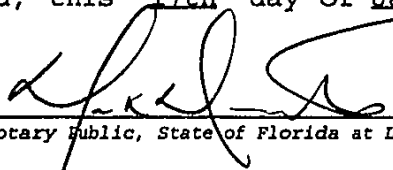
before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

Donald D. Coen

known to me and known to be the person who executed the foregoing Article of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 17th day of January, 1997

(Notary Seal)

  
(Notary Public, State of Florida at Large)

My Commission expires:



WILLIAM K WESTBROOK  
My Commission CC563815  
Expires Jun. 19, 2000

CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

Transpro, Inc.

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97 JAN 23 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.051, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 834 Lake Marion Drive

Altamonte Springs, Florida 32701

has named Donald D. Coen

located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
(registered agent)