

D97000009397

HOLLAND & KNIGHT

Requestor's Name
315 SOUTH CALHOUN STREET

Address
Tallahassee, Florida 32301

City/State/Zip Phone #
224-7000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 30 PM 2:28
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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- EFFECTIVE DATE**
1-29-97
- Air Quality Experts Inc
(Corporation Name) (Document #)
 - _____
(Corporation Name) (Document #)
 - _____
(Corporation Name) (Document #)
 - _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time 1:00 ☒ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
AIR QUALITY EXPERTS, INC.**

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**The undersigned, acting as incorporator of AIR QUALITY EXPERTS, INC.
under the Florida Business Corporation Act, adopts the following Articles of Incorporation:**

ARTICLE I. NAME

The name of the corporation is:

Air Quality Experts, Inc.

ARTICLE II. ADDRESS

**The street address of the initial principal office and the mailing address of the
corporation are:**

**830-13 AIA North, #241
Ponte Vedra Beach, FL 32082**

ARTICLE III. COMMENCEMENT OF EXISTENCE

**The existence of the corporation commences on the date these Articles of
Incorporation are executed, unless the filing of these Articles of Incorporation occurs more than
five (5) business days thereafter, in which event such existence commences on the date of filing
of these Articles of Incorporation.**

ARTICLE IV. AUTHORIZED SHARES

**The maximum number of shares the corporation is authorized to issue is
100,000 shares of common stock having a par value of \$0.01 per share.**

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

**The corporation designates 701 Brickell Avenue, Suite 3000, Miami, Florida
33131 as the street address of the initial registered office of the corporation and names Intrastate
Registered Agent Corporation the corporation's initial registered agent at that address to accept
service of process within this state.**

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation has three (3) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but will never be less than one. The names of the initial directors are:

Richard V. Osgood

Raymond B. Holt

Judith C. Osgood

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator are:

Name

Address

Crystal J. Adkins

50 N. Laura Street, Suite 3900
Jacksonville, FL 32202

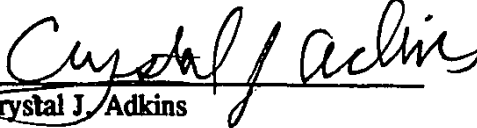
ARTICLE VIII. INDEMNIFICATION

(a) The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the corporation or its subsidiaries. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation or its subsidiaries. The corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by

or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the corporation relating thereto.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on January 29, 1996.


Crystal J. Adkins
Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned corporation agrees to act as registered agent for the corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and acknowledges that it is familiar with, and accepts, the obligations of such position.

INTRASTATE REGISTERED AGENT CORPORATION

Dated: January 29, 1997

By: 
Donald W. Wallis, Vice President

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