

P97000045187  
C

C. JAMES WHEELER, INCORPORATED  
ACCOUNTANTS

C. JAMES WHEELER

WILLIAM L. BALLEW

ENROLLED TO REPRESENT TAXPAYERS  
BEFORE THE INTERNAL REVENUE SERVICE

J  
W

FILED  
235 LEE ROAD, SUITE 117  
WINTER PARK, FLORIDA 32789  
97 MAY 19 PM 4:48  
407/826-0848  
FAX 407/826-0848  
D. ROBERT KNAPP  
TALLAHASSEE, FLORIDA

May 15, 1997

Secretary of State  
State of Florida  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32314

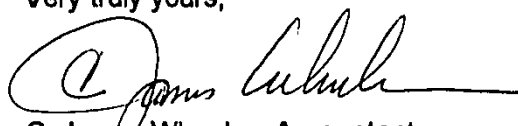
900002183619--3  
-05/19/97--01146--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Edwards Refrigeration, Inc.

Enclosed please find Articles of Incorporation for the above new corporation. Additionally enclosed please find my check for \$70.00. I am enclosing a self addressed envelope for your convenience to advise that the corporation has been accepted.

Thanking you in advance for your assistance.

Very truly yours,

  
C. James Wheeler, Accountant

QN 5-21-97

**ARTICLES OF INCORPORATION  
OF  
EDWARDS REFRIGERATION, INC.**

FILED  
97 MAY 19 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this corporation is **Edwards Refrigeration, Inc.**

**ARTICLE II  
DURATION**

This corporation shall have perpetual existence commencing on the date of filing these Articles with the Department of State.

**ARTICLE III  
PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as it now exists or may hereafter be amended.

**ARTICLE IV  
CAPITAL STOCK**

This corporation is authorized to issue Seventy Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated as the "Common Shares".

**ARTICLE V  
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**  
**PRINCIPAL PLACE OF BUSINESS; INITIAL REGISTERED OFFICE**  
**AND AGENT**

The street address of the principal place of business of the corporation is 18243 Bellmore Street, Orlando, Florida 32820 with a mailing address of P.O. Box 1329, Christmas, Florida 32709. The initial registered office of this corporation is 18243 Bellmore Street, Orlando, Florida 32820, and the name of the initial registered agent of this corporation at that address is DENIS W. EDWARDS.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have an initial Board of Directors consisting of one (1) Directors. The number of Directors may be either increased or decreased from time to time by the by-laws. However, there shall never be less than one (1) Director nor more than five (5) Directors. The name and address of the members of the initial Board of Directors of the corporation are:

<u>Names</u>	<u>Addresses</u>
<b>Denis Edwards</b>	Physical Address: <b>18243 Bellmore Street</b> <b>Orlando, Florida 32820</b>
	Mailing Address: <b>P. O. Box 1329</b> <b>Christmas, Florida 32709</b>

**ARTICLE VIII**  
**INCORPORATORS**

The name and address of the Incorporator signing these Articles is  
**Edwards Refrigeration, Inc.**, whose address is **18243 Bellmore Street,**  
**Orlando, Florida 32820.**

**ARTICLE IX**  
**INDEMNIFICATION**

The corporation shall indemnify any officer, director or employee (or  
any former officer, director or employee) of the corporation to the full extent  
permitted by law.

**ARTICLE X**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provision of  
these Articles of Incorporation, or any amendment hereto, by a majority vote  
of the Board of Directors, and any right conferred upon the shareholders is  
subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed  
these Articles of Incorporation on this 27th of December, 1996.


  
**Edwards Refrigeration, Inc, as Incorporator**

STATE OF FLORIDA     )  
                                      )     SS.:  
COUNTY OF ORANGE    )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and official seal in the State and County above, this 27th day of December, 1996.

  
\_\_\_\_\_  
Notary Public at Large, State of Florida

 Richard L. Huck  
My Commission CC668420  
Expires December 4, 2000  
\_\_\_\_\_  
Date Expires

(Seal)


97 MAY 19 PM 1:43  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND PLACE OF BUSINESS OR DOMICILE FOR  
SERVICE OF PROCESS WITHIN FLORIDA, AND  
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with section 48.091 and 607.034, Florida statues, the following is submitted:

That **Edwards Refrigeration, Inc.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at **18243 Bellmore Street, Orlando, Florida 32820** and the mailing address of **P.O. Box 1329, Christmas, Florida 32709**, has named, **Denis W. Edwards**, as its agent to accept service of process within the State of Florida.

DATED this 27th day of December, 1996.

  
\_\_\_\_\_  
Denis W. Edwards, as Sole Director

Having been named the agent to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
\_\_\_\_\_  
Denis W. Edwards, as Registered Agent