

P97000077100

**Smith
Smith &
Parker**
ATTORNEYS AT LAW, P.A.

Michael S. Smith
Stephen A. Smith, P.A.
Gregory S. Parker

August 28, 1997

Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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****131.25 ****131.25

Re: **ADVANCED REFRIGERATION & AIR CONDITIONING, INC.**, a Florida corporation

Dear Sir or Madam:

Enclosed herewith for processing are the original and one copy of the proposed Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$131.25 to cover the necessary charges.

If further information or monies are required, please contact our office and inform us of such. We would appreciate your returning to this firm a certified copy of the Articles of Incorporation and a certificate.

Thank you for your courtesy and assistance in this matter.

Sincerely,

MICHAEL S. SMITH

By: Shanna Kaye Bemby
Shanna Kaye Bemby
Legal Secretary

2554-2555
W97-20199

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 SEP - 5 PM 3: 04

/skb

Enclosures

cc: Timmy Lee Kellar

411 N. Washington Street P.O. Drawer 579 Perry, Florida 32348

Tel. (904) 584-3812 Fax. (904) 584-7148

P91597

**Smith
Smith &
Parker**
ATTORNEYS AT LAW, P.A.

Michael S. Smith
Stephen A. Smith, P.A.
Gregory S. Parker

September 4, 1997

Ms. Claretha Golden
Document Specialist
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 PM 3:04

Re: Advanced Refrigeration & Air Conditioning, Inc.
Ref. Number: W97000020199

Dear Ms. Golden:

I am in receipt of your September 2, 1997, correspondence in regard to the above referenced matter. Please find enclosed a corrected original and one copy of the Articles of Incorporation of Advanced Refrigeration & Air Conditioning, Inc.

Please contact me if you have any further questions. Thank you for your assistance in this matter.

Sincerely,

MICHAEL S. SMITH

By:

Shanna Kaye Bemby
Shanna Kaye Bemby
Legal Secretary

/skb

Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -5 PM 3: 04

September 2, 1997

SMITH, SMITH & PARKER, P.A.
ATTN: SHANNA KAYE BEMBRY
POST OFFICE DRAWER 579
PERRY, FL 32348

SUBJECT: ADVANCED REFRIGERATION & AIR CONDITIONING, INC.
Ref. Number: W97000020199

We have received your document for ADVANCED REFRIGERATION & AIR CONDITIONING, INC.. However, the document has not been filed and is being returned for the following:

The registered agent must have a Florida street address. A post office box is not acceptable.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 697A00043850

EFFECTIVE DATE

8/28/97

ARTICLES OF INCORPORATION

of

ADVANCED REFRIGERATION & AIR CONDITIONING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 PM 3:04

The undersigned subscriber to these Articles of Incorporation, being a natural person to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: ADVANCED REFRIGERATION & AIR CONDITIONING, INC.

ARTICLE II. ADDRESS

The initial post office address of the principal place of business of this corporation in the State of Florida is: Highway 19, South, Post Office Box 716, Perry, Florida 32348. The Board of Directors may from time to time move the principal place of business to any other address in Florida.

ARTICLE III. CORPORATE DURATION

The duration of the corporation is perpetual. In accordance with Florida Statute section 607.0203 (1996) the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after that date, then corporate existence shall commence upon filing by the Department of State.

ARTICLE IV. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

The corporation shall have all the powers of corporations generally under the laws of the State of Florida, and shall conduct business in, have one or more office in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property.

To transact any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States of America.

To contact debts, borrow money, issue and sell or pledge bonds, debtures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of the corporate indebtedness as required.

ARTICLE V. CAPITAL STOCK

The maximum shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock having a nominal or par value of ONE DOLLAR (\$1.00) per share. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code as amended.

ARTICLE VI. ADDRESS

The initial post office address of the principal place of business of this corporation in the State of Florida is: Highway 19, South, Post Office Box 716, Perry, Florida 32348. The Board of Directors may from time to time move the principal place of business to any other address in Florida.

ARTICLE VII. DIRECTORS

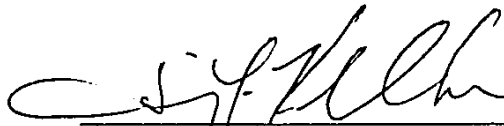
This corporation shall have one director, initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the Board of Directors, the President, Vice President and Secretary/Treasurer who shall hold office for the first year of existence of the corporation, or until their successors in office shall have been elected and qualified, are:

ARTICLE XII. 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 by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation may be made.



TIMMY LEE KELLAR
Subscriber and Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 PM 3: 04

STATE OF FLORIDA)
COUNTY OF TAYLOR)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments and administer oaths in the State and County aforesaid, personally appeared TIMMY LEE KELLAR, as subscriber and incorporator, of ADVANCED REFRIGERATION & AIR CONDITIONING, INC., to me known and who acknowledged before me that he executed and subscribed to the foregoing Articles of Incorporation in the aforesaid capacities.

The foregoing instrument was acknowledged before me this 28th day of August, 1997, by TIMMY LEE KELLAR, who personally appeared before me at the time of notarization, and who:

- [] is personally known to me.
- [X] produced current Florida driver's license as identification.
- [] produced _____ as identification.

(Seal)



Shanna Kaye Bemby
MY COMMISSION # CC510603 EXPIRES
January 4, 1999
BONDED THROUGH TRISTY FAIR INSURANCE, INC.

Shanna Kaye Bemby
Signature of Notary