

P97000087318



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 559762 80827A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 9, 1997

ORDER TIME : 11:41 AM

ORDER NO. : 559762-005

CUSTOMER NO: 80827A

CUSTOMER: Christian B. Felden, Esq  
FELDEN & FELDEN

Suite 416 3838 Tamiami Trail N  
Gulf Coast National Bank Bldg.  
Naples, FL 34103

200002316512--7  
-10/09/97--01100--008  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: ROMEO AIR CONDITIONING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED  
97 OCT -9 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 OCT -9 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SN 10 OCT - 9 1997

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## ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a corporation under the Florida Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. The name of the corporation is **ROMEO AIR CONDITIONING, INC.**
2. The address of the corporation is 681 31st Street N.W., Naples, FL 34120
3. The period of its duration is perpetual.
4. The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and the State of Florida.
5. The corporation shall have authority to issue seventy-five hundred shares, all of one class, one dollar par value.
6. The address of its initial registered office is 3838 Tamiami Trail North, Suite 416, Naples, Florida and the name of its initial registered agent at said address is Christian B. Felden.
7. The initial Board of Directors shall consist of one (1) members, who need not be residents of the State of Florida or shareholders of the corporation.
8. The name and address of the person who shall serve as director until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:  

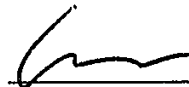
Robert Romeo, 681 31st Street N.W., Naples, Florida 34120
9. The names and addresses of the initial incorporators are as follows:  

Robert Romeo, 681 31st Street, N.W., Naples, Florida 34120
10. The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a majority vote of the common stock.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11. The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Naples, Collier County, Florida on the 2 day of October, 1997.



Robert Romeo, Incorporator

STATE OF FLORIDA

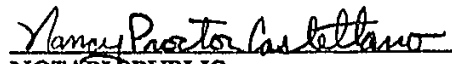
COUNTY OF COLLIER

BEFORE ME, the undersigned authority personally appeared Robert Romeo, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal in the aforesaid State and County, this 2nd day of October, 1997.

FL

D.L. # R500-764-49251-0  
Type of Identification Provided  
or personally known

  
NOTARY PUBLIC  
Type Name:  
My Commission Expires:



NANCY PROCTOR CASTELLANO  
MY COMMISSION # CC335609 EXPIRES  
January 3, 1998  
BONDED THIRD PARTY FARM INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF  
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That I, Robert Romeo, President, of Romeo Air Conditioning, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Naples, State of Florida, has named Christian B. Felden, 3838 Tamiami Trail North, Suite 416, Naples, Florida, 34103, as its agent to accept Service of Process within Florida.



Robert Romeo, President

Having been named to accept Service of Process for the above stated 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 and complete performance of my duties.

  
Christian B. Felden, Registered Agent

DATED this 2<sup>nd</sup> day of October, 1997.

**FILED**  
97 OCT -9 PM 1:56  
CLERK OF STATE  
TALLAHASSEE, FLORIDA