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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, fl 32314

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-10/09/97--01122--004
****131.25 ****131.25

SUBJECT: ARCTIC AIR & REFRIGERATION, TAMPA INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$131.25 FOR: **Filing Fee, Certified Copy & Certificate**

FROM: Arctic Air & Refrigeration, Tampa Inc.
15150 Nighthawk Dr.
Tampa, Fl 33625-1558
Phone: 813-264-2273

FILED
97 OCT -9 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Richard
ALSO FOR INFORMATION BY PHONE TO
CORRECT ADD Prin. address
DATE 10/10/97
GEO. EXPLAN. he

me 10/10/97

ARTICLES OF INCORPORATION
OF
ARCTIC AIR AND REFRIGERATION, TAMPA INC.

The undersigned Incorporators do hereby adopt the following Articles of Incorporation under the Florida General Corporation Act:

ARTICLE I

The name of this corporation shall be **ARCTIC AIR AND REFRIGERATION, TAMPA INC.**

ARTICLE II

The corporation's existence shall commence upon the date of filing these Articles with the Secretary of State of the State of Florida, and shall continue thereafter in perpetuity.

ARTICLE III

The purpose for which this corporation is organized is to transact any and all lawful business permitted any corporation under Florida General Corporation Act.

ARTICLE IV

The corporation shall be authorized to issue 100 shares of common capital voting stock, each share to have a par value of \$1.00, and each share being of the same class.

ARTICLE V

All of the shareholders of this corporation shall be entitled to the benefits of pre-emptive rights with respect to any unissued or treasury shares of ownership of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of the corporation shall be **Susan M. L'Esperance** and the initial registered offices for the corporation shall be located at 15150 Nighthawk Drive, Tampa, Florida. This is also Principal office 33625. and mailing address

ARTICLE VII

The entire voting power for the selection of directors and for all other purposes shall be vested exclusively in the holders of common stock, who shall be entitled to one vote for each share of common stock held by them of record.

ARTICLE VIII

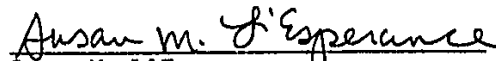
Initially, the corporation shall have a Board of Directors consisting of **Richard R. L'Esperance** and **Susan M. L'Esperance** and the directors need not be stockholders. Any of the vacancies created in the Board of Directors shall be filled by special meeting of stockholders. The address of all Directors is as follows:

15150 Nighthawk Drive
Tampa, Florida 33625

ARTICLE: IX

The duration of the corporation is perpetual.

IN WITNESS WHEREOF, I have made, signed and acknowledged these articles of incorporation this day 6th of Oct 1997.


Susan M. L'Esperance

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

FILED
97 OCT -9 PM
TALLAHASSEE, FL
SECRETARY OF STATE

I HEREBY CERTIFY that on this day, before me, the undersigned Authority duly authorized in the State and County named above to administer oath and take acknowledgements, personally appeared Susan M. L'Esperance, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that she executed same as her free act and deed for the purpose therein expressed.

NOTARY PUBLIC *Diane N. Brown*

My Commission expires: 3/7/99



DIANE N BROWN
My Commission CC443928
Expires Mar. 07, 1999
Bonded by HAI
800-422-1555

WITNESSETH

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Ref: Registered Agent for ARCTIC AIR & REFRIGERATION, TAMPA INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Susan M. L'Esperance

Susan M. L'Esperance

10-6-97

Date

Diane N. Brown



DIANE BROWN
My Commission CC443928
Expires Mar. 07, 1999
Bonded by HAI
800-422-1555