

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

**P97000091631**

*Weather Engineers  
of Boca, Inc.*

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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Signature \_\_\_\_\_

Requested by: *Cher*

Name \_\_\_\_\_

Date *7024*

Time *1100*

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_ Name Reservation \_\_\_\_\_

\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

\_\_\_\_ Courier \_\_\_\_\_

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**ARTICLES OF INCORPORATION  
OF  
WEATHER ENGINEERS OF BOCA, INC.**

**ARTICLE I - NAME**

The name of this corporation is WEATHER ENGINEERS OF BOCA, INC.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing upon the execution of these Articles of Incorporation.

**ARTICLE III - PURPOSE**

The purpose of this corporation is to provide air conditioning sales and service and to engage in any other legal and lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

Except as otherwise required by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares of stock of this corporation. The shares of stock in this Corporation are not to be divided into classes. This Corporation is not authorized to issue a preferred or special class of shares in series or in less than whole shares.

#### **ARTICLE V - PRINCIPAL ADDRESS**

The initial street address of the principal place of business of the corporation is 5400 N. Dixie Highway, Suite 11, Boca Raton, Florida 33487.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is James H. Fallace, P.A., 1900 So. Hickory Street, Melbourne, Florida 32901, and the name of the initial registered agent of this corporation at that address is Brian K. Jordan.

#### **ARTICLE VII - INCORPORATORS**

The name and address of the initial incorporator is:

<b>NAME</b>	<b>ADDRESS</b>
Michael A. Iacobacci, Jr.	5400 N. Dixie Highway Suite 11 Boca Raton, Florida 33487

#### **ARTICLE VIII - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the holders of common stock of this corporation.

#### **ARTICLE IX - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval by a majority of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### **ARTICLE X - DIRECTORS COMPENSATION**

The shareholders of the common stock of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### **ARTICLE XI - I.R.C. SECTION 1244**

It is the intent of the incorporator to qualify the shares of common stock issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986, as amended.

#### **ARTICLE XII - INDEMNIFICATION**

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### **ARTICLE XIII - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### **ARTICLE XIV - DIVIDENDS ON COMMON STOCK**

The holders of the issued and outstanding common stock shall be entitled to receive, when and as declared by the Board of Directors, solely out of unreserved and unrestricted earned surplus, dividends payable in cash, in property or in shares of the common stock of the corporation.

No dividends shall be paid upon the common stock in any medium if the corporation is, or is thereby, rendered incapable of paying its debts as they become due in the usual course of business.



**ARTICLE XV - AFFILIATED TRANSACTIONS**

The corporation expressly elects that it shall not be governed by Section 607.0901, Florida Statutes (1996), as amended from time to time or any corresponding provisions of Florida Statutes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of October, 1997.

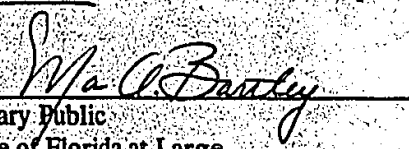
  
BRIAN K. JORDAN

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 21st day of October, 1997, by Brian K. Jordan, who is personally known to me or who has produced his n/a as identification.



MARCIA A. BARTLEY  
My Commission CC528352  
Expires Feb. 04, 2000

  
Notary Public  
State of Florida at Large  
Commission/Serial No.: CC528352  
My Commission Expires: 2/4/2000

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

WEATHER ENGINEERS OF BOCA, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Melbourne, County of Brevard, and State of Florida, has named Brian K. Jordan of James H. Fallace, P.A., located at 1900 So. Hickory Street, Melbourne, Florida 32901, as its agent to accept service of process within this State.

**ACCEPTANCE**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I affirm that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
BRIAN K. JORDAN

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