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BOARD CERTIFIED:
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October 22, 1997

Honorable Sandra B. Mortham
Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
409 E. Gaines Street
Tallahassee, FL 32314

Re: Apple Air Conditioning and Heating, Inc. - Incorporation

Dear Sir or Madam:

Please find enclosed the original Articles of Incorporation of Apple Air Conditioning and Heating, Inc., together with our check of $122.50 to cover cost of filing fee.

Please return a certified copy of the Articles to the undersigned at your earliest opportunity.

Thank you for your cooperation in this regard.

Yours truly,

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ARTHUR BARON

AB/lg
Enclosures

cc: Mr. Peter Lattner, Jr.
Mr. Kevin Butler, Jr.

FILED
97 OCT 31 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc. 11/3/97

FILED

97 OCT 31 AM 8:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

APPLE AIR CONDITIONING AND HEATING, INC.

The undersigned subscriber, who is a natural person competent to contract, subscribes to these Articles of Incorporation, to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME. The name of the corporation is:

APPLE AIR CONDITIONING AND HEATING, INC.

ARTICLE II

BUSINESS AND ACTIVITIES. This corporation is organized for the purposes of any and all legal activity.

ARTICLE III

CAPITAL STOCK. The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, having a par value of $1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors of said corporation.

ARTICLE IV

INITIAL CAPITAL. The amount of capital with which this corporation will begin business shall not be less than Five Hundred ($500.00) dollars.

ARTICLE V

TERM OF EXISTENCE. This corporation shall have perpetual existence.

ARTICLE VI

PLACE OF BUSINESS. The initial address of the corporation shall be: P. O. Box 246, Ocoee, Florida 34761, but this corporation may establish and maintain its principal office and other offices at such other places in the United States of America, its colonies or dependencies and in any foreign country as the Boards of Directors may from time to time determine.

ARTICLE VII

NUMBER OF DIRECTORS. The number of Directors of this corporation shall consist of one or more Directors from time to time fixed by the Board of Directors or the stockholders, in accordance with the By-Laws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this article shall be construed to preclude that Director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS. The name and street address of each Board of Directors are as follows:

Name:	Address:
Peter Lattner, Jr.	704 Starke Lake Circle Ocoee, FL 34761
Kevin Butler, Jr.	3 Delaware St. Ocoee, FL 34761

ARTICLE IX

SUBSCRIBERS. The name and street address of each subscriber of these Articles of Incorporation are as follows:

Name:	Address:
Peter Lattner, Jr.	704 Starke Lake Circle Ocoee, FL 34761
Kevin Butler, Jr.	3 Delaware St. Ocoee, FL 34761

ARTICLE X

OFFICERS, AND INITIAL STOCKHOLDERS. The names and addresses and initial share in said corporation of each of the initial stockholders and officers of this corporation are as follows:

Name:		Address:	
Peter Lattner, Jr.	P	704 Starke Lake Circle Ocoee, FL 34761	50%
Kevin Butler, Jr.	VP/T/S	3 Delaware St. Ocoee, FL 34761	50%

ARTICLE XI

LOST OR DESTROYED CERTIFICATES. The stock certificate to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

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; meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all of the stockholders sign written statements manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 22 day of October, 1997.

Peter Lattner Jr.

PETER LATTNER, JR.
Subscriber

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22nd day of October, 1997, by PETER LATTNER, Jr., who is personally known to me or who has produced identification in the form of __________, and who did/did not take an oath.

Notary Public, State of Florida
at Large

Typed Name of Notary Public
My Commission Number and
Date of Expiration:

Arthur Baron
MY COMMISSION # CC602573 EXPIRES
March 5, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

APPLE AIR CONDITIONING AND HEATING, INC.

DESIGNATION OF RESIDENT AGENT

I, the initial subscriber and director of APPLE AIR CONDITIONING AND HEATING, INC., do hereby appoint and designate as the resident agent of the corporation:

Peter Lattner, Jr.
704 Starke Lake Circle
Ocoee, FL 34761

whose mailing address is set out above.

I do authorize the above-named individual to act as my agent in those matters of the corporation including but not limited to service of civil process upon said corporation.

PETER LATTNER, JR.

I, PETER LATTNER, JR., do this 22 day of October, 1997, accept the designation of Resident Agent, designating me to act as said agent for APPLE AIR CONDITIONING AND HEATING, INC., whose principal place of business is P. O. Box 246, Ocoee, FL 34761.

PETER LATTNER, JR.