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November 10, 1997

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

400002349644--7
-11/17/97-01155-011
(V) ****122.00 ****122.00

Re: Americhill, Inc.

Gentlemen:

Please find enclosed herewith the duly executed charter of the above named corporation for filing under the laws of the state of Florida.

I am also enclosing herewith my check in the amount of \$122.50 as payment of the following items;

Filing fee	\$35.00
Registered Agent Fee	35.00
Certified copy	52.00

When you have completed the filing of this charter, will you please furnish me with the certified copy of same.

Thanking you in advance for your prompt cooperation in this matter. With best regards, I am,

Very truly yours,

Holly Eakin Moody

Holly Eakin Moody
HEM/jw
enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9N 11-20-97

ARTICLES OF INCORPORATION

OF

AMERICHILL, INC.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be AMERICHILL, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation shall be at:

5420 State Road 84
Davie, Florida 33314

ARTICLE III

DURATION

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IV

PURPOSE

This corporation is organized for the following purposes:

- a) To manufacturer chillers for cooling of water.
- b) To purchase, improve, develop, lease, exchange, sell, dispose of and otherwise deal in and turn to account, real estate; buildings of every kind and character whatsoever; to finance the purchase, improvement, development and construction of land and buildings belonging to or to be acquired by this company or any other firm or corporation.
- c) To manufacture, purchase or otherwise acquire, own, mortgage, pledge, lease, sell,

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assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, and merchandise and real and personal property of every class and description.

d) The transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V
CAPITAL STOCK

The authorized capital stock of this corporation shall be one hundred (100) shares of Common Stock at One (\$1.00) Dollar par value.

ARTICLE VI
RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Since this corporation shall issue only one class of stock, to wit: Common Stock, there shall be no preferences or limitations in respect to the individual shareholders of such stock.

ARTICLE VII
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the official registered office of the corporation is 5420 State Road 84, Fort Lauderdale, Florida 33314, and the name of the initial Registered Agent of this corporation is ROBERT EARL WALKER.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

ROBERT EARL WALKER	5420 State Road 84 Fort Lauderdale, FL 33314
ARIEL EDELSBURG	5420 State Road 84 Fort Lauderdale, FL 33314

ARTICLE IX
INCORPORATORS

The name and address of the person signing these Articles is:

ROBERT EARL WALKER

5420 State Road 84
Fort Lauderdale, FL 33314

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of October, 1997.



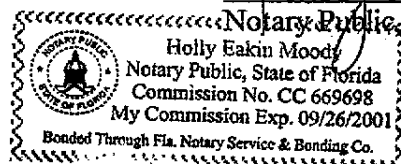
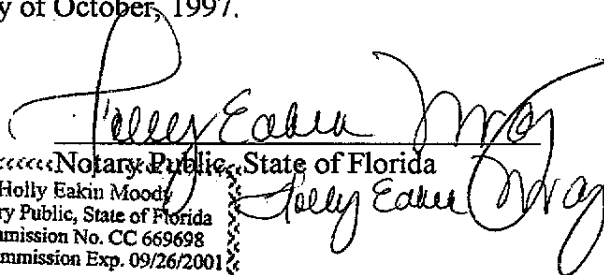
Robert Earl Walker

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared ROBERT EARL WALKER, who is personally known to me and personally known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 29 day of October, 1997.



My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as the Registered Agent for the foregoing corporation with a registered office as set forth in the foregoing charter, the undersigned hereby agrees to act in that capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Robert Earl Walker
Registered Agent

Date: October 29, 1997

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