

P98000001547

Robert W. Mann
4641 Westfield Road
Jacksonville, Florida 32210
(904)388-9072

December 30, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/05/98--01063--002
*****70.00 *****70.00

Dear Sir or Madam:

I plan to incorporate a business in Florida. I have enclosed a check to cover the cost/fees required to reserve a corporate name.

The following are my first, second, and third choices for the corporate name:

| | |
|----------------|------------------------------------------------|
| First choice: | Thermal Dynamics of America Incorporated |
| Second choice: | Thermal Dynamics of Florida Incorporated |
| Third choice: | Thermal Dynamics of North Florida Incorporated |

If all of these names are unavailable, please notify me at the address above. Thank you for your assistance in this matter.

Sincerely,



Robert W. Mann

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN -5 PM 3:13

RP
1-7-98

**Articles of Incorporation
of
Thermal Dynamics of America Incorporated**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -5 PM 3:14

**I.
Name**

The name of the Corporation is Thermal Dynamics of America Incorporated, hereinafter referred to as the "Corporation."

**II.
Purposes**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**III.
Principal Office**

The principal office of the Corporation is 8256 Buttercup Street, Jacksonville, Florida 32210. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida.

**IV.
Registered Agent**

I, Pauline E. Hall, (the undersigned) hereby agree and consent to act in the capacity of Registered Agent for service of process upon the Corporation.

Pauline E. Hall
Registered Agent Signature
8258 Buttercup Street
Jacksonville, Florida 32210
(904) 771-0302

12-31-97
Date

V.
Duration

The duration of the Corporation shall be perpetual.

VI.
Initial Business

The initial business of the Corporation shall be: Research and Development

VII.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 300,000 each share to have a par value of \$10.00.

VIII.
Incorporators

The names and mailing addresses of the incorporators are:

| <u>Incorporator Name</u> | <u>Incorporator Address</u> |
|--------------------------|-----------------------------------------------------------------|
| Robert W. Mann | 4641 Westfield Road Jacksonville, Florida 32210 (904)388-9072 |
| Herman H. Hall Jr. | 8256 Buttercup Street Jacksonville, Florida 32210 (904)777-9338 |

IX.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is: 2.
The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

| <u>Director Name</u> | <u>Director Address</u> |
|----------------------|---------------------------------------------------|
| Robert W. Mann | 4641 Westfield Road Jacksonville, Florida 32210 |
| Herman H. Hall Jr. | 8256 Buttercup Street Jacksonville, Florida 32210 |

X.
No Personal Liability

The private property of the stockholders shall not be subject to the payment of corporate debts.

XI.
Operating Provisions

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

XII.
Fiscal Year

The fiscal year of the Corporation shall be from January 1 to December 31 of each year.

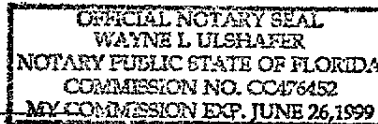
BEFORE ME, the undersigned authority, on this day personally appeared ROBERT WILLIAM MANN, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 1ST day of JANUARY, 19 98.

Wayne L. Ulshaefer
Notary Public in and for the
State of FLORIDA

My Commission Expires:

State of FLORIDA



County of DUVAL

ROBERT WILLIAM MANN PRODUCED A FLORIDA DRIVERS LICENSE M500-779-59-33
AS IDENTIFICATION

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the _____ day of _____, 19____.

Notary Public in and for the
State of _____

My Commission Expires:

State of _____

County of _____

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the 1ST
day of JANUARY, 1998.

Herman Hannon Hall II

Robert W. Hannon

State of FLORIDA

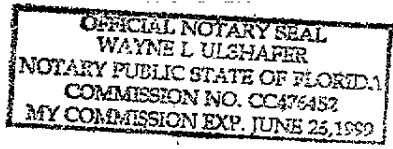
County of DUVAL

BEFORE ME, the undersigned authority, on this day personally appeared
HERMAN HANNON HALL II, known to me to be the person described in, and whose
name is subscribed to the foregoing document, who on oath stated to me that he/she executed the
same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 1ST day of
JANUARY, 1998.

Wayne L. Ulshaefer
Notary Public in and for the
State of FLORIDA

My Commission Expires:



State of FLORIDA

County of DUVAL

HERMAN HANNON HALL II PRODUCED A FLORIDA DRIVERS
LICENSE H400-328-59-046-0 AS IDENTIFICATION