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ACCOUNT NO. : 072100000032

REFERENCE : 679704 7143734

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 23, 1998

ORDER TIME : 11:10 AM

ORDER NO. : 679704-005

CUSTOMER NO: 7143734

CUSTOMER: Mr. Scott Galvin
MR. SCOTT GALVIN

2914 West Elrod

Tampa, FL 33611

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-01/23/98--01091--023
***122.50 ***122.50

DOMESTIC FILING

NAME: A CERTIFIED AIR CONDITIONING
& HEATING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 3:24

RECEIVED
98 JAN 23 PM 1:59
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 3:24

ARTICLES OF INCORPORATION

OF

A CERTIFIED AIR CONDITIONING & HEATING, INC

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

A CERTIFIED AIR CONDITIONING & HEATING, INC

ARTICLE II

Business, Objects or Purpose

The general nature of the business is to be transacted by this corporation, or the objects or purpose of the corporation shall be to engage in the lawful enterprise, whether commercial, industrial, or agricultural, calculated or designated to be profitable to this corporation.

ARTICLE III

Capital Stock

- (a) The total number of shares of capital stock authorized to be issued by the corporation shall be 500 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of the said capital stock may be paid for in cash, in

property, or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable.

- (b) There shall be preemptive and preferential rights to subscribe to, purchase or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds or other securities convertible into, or carrying options or warrants to purchase, shall of any class of stock of the corporation issued or sold or proposed to be sold, or with respect to such options or warrants shall be granted; but all such shares of stock of any class or notes, debentures, bond or other securities convertible into, or carrying options or warrants to purchase shares of any class may be issued and disposed of or sold by the Board of Directors. Subject to the preemptive and preferential rights of the then existing shareholders, on such terms and for such consideration so far as may be permitted by law, and to such person or person as the Board of Directors may determine.

ARTICLE IV

Capital to begin Business

The amount of stated capital with which this corporation shall begin business will be \$500.00

ARTICLE V

Existence of Corporation

The existence of this corporation shall begin upon the filing with the approval by the Department of State of these Articles of Incorporation; and thereafter the existence of this corporation shall be perpetual.

ARTICLE VI

Principle Office

The principal office of this corporation shall be located at: 1920 East 151st Avenue, #7, Lutz, Florida 33549.

ARTICLE VII

Board of Directors

There shall be a Board of Directors for this Corporation which shall consist of not less than one and not more than five members, the number of the same to be fixed by the stockholders or by the corporate by-laws. Each of the said directors shall be of full age and at least one of them shall be a citizen of the United States. A quorum for the transaction of business shall be majority of the directors qualified and active, and the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

First Board of Directors

The name and street address of the First Board of Directors of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this

corporation, or until an election is held by the stockholders for the election of permanent directors, or until their successors have been duly elected and qualified is:

<u>Name</u>	<u>Street Address</u>	<u>Title</u>
Scott Galvin	2914 W Elrod Tampa, Florida 33611	President/Treasurer
Robert Wilson	18042 Drayton Street Spring Hill, Florida 34610	Vice President
Charles P Mersing	18108 Drayton Street Spring Hill, Florida 34610	Secretary

Subscribers

The name, street address, and the number of shares to which they are entitled to subscribe, of the subscribers of these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>
Scott Galvin	2914 W. Elrod Tampa, Florida 33611	500

ARTICLE X

Transactions With Corporations

No contract or other transactions between this corporation and any other corporation, and no other contract or transaction of this corporation shall in any way be affected or invalidated by the fact otherwise interested in any other corporation, or are directors or officers of any other corporation. Any direct individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or

otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation or member of such firm, or who is so interested may be counted in determining the existence a quorum at any meeting of the Board of Directors of this corporation which shall authorized any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XI

By-Laws

- (a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law there of may be adopted by vote of the stockholders.
- (b) The by-laws of this corporation shall be for the contain any provisions or requirements for the management or conduct of the affairs and business of the corporation provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the state or of the United States.

ARTICLE XII

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter

prescribed by statute, and all rights conferred upon the stockholders are subject to this reservation.

ARTICLE XIII

Designation of Registered Agent and Registered Office

The name and mailing address of the registered agent is: Scott Galvin, 2914 West Elrod Ave, Tampa, Florida 33611. The location of the registered office of the corporation is 1920 East 151st Avenue #7, Lutz, Florida 33549



Scott Galvin

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority of this 21 day of Jan, 1998, personally appeared Scott Galvin, person described in and who signed the foregoing Article of Incorporation, and acknowledged to me that the executed the same freely and voluntarily for the uses and purposes therein expressed.

Personally known X or

Produced ID: / ID PRODUCED:



SIGNATURE NOTARY PUBLIC
STATE OF FLORIDA



ELIZABETH ANN HERNANDEZ
My Commission CC560210
Expires Jun. 09, 2000

PRINTED NAME OF NOTARY
STAMP/SEAL

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 3:24

Acceptance of Registered Agent

KNOW ALL MEN BY THESE PRESENTS THAT I, SCOTT GALVIN, hereby
accept the appointment of Registered Agent of A CERTIFIED AIR CONDITIONING
& HEATING, INC.

Scott Galvin
FLD# 0415-793-58-270-0
92/7/98

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared
SCOTT GALVIN. who, after being duly sworn, desposes and says that
he is the aforementioned registered agent of, A CERTIFIED AIR CONDITIONING
& HEATING, INC. and he executed the foregoing for the purposes therein
stated.

WITNESS my hand and seal
this 21st day of Jan 1998

Tonya L. Rodgers
NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:
June 17, 2001

