

P98100014321



INTERNATIONAL RESEARCH BUREAU, INC.
POST OFFICE BOX 14189 • TALLAHASSEE, FL 32317

(904) 942-2500

OFFICE USE ONLY

33386-2854

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FILBERT CORPORATION (Corporation Name) _____ (Document #) 600002427876--8
2. _____ (Corporation Name) _____ (Document #) -02/11/98-01073-016
3. _____ (Corporation Name) _____ (Document #) ***122.50 ***122.50
4. _____ (Corporation Name) _____ (Document #) _____

Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

FILED
 98 FEB 12 PM 3:27
 RECEIVED
 98 FEB 11 PM 1:30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DIVISION OF CORPORATION

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Corporate

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 11, 1998

IRB
INTER NATIONAL RESEARCH BUREAU
POST OFFICE BOX 14189
TALLAHASSEE, FL 32317

SUBJECT: FILBERT CORPORATION
Ref. Number: W98000003119

Refrigeration

We have received your document for FILBERT CORPORATION. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 598A00007975

RECEIVED
98 FEB 12 PM 2:46
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

FILBERT CORPORATION

Refrigeration

FILED
98 FEB 12 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME OF THE CORPORATION

The name of this Corporation shall be **FILBERT CORPORATION**

Refrigeration

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

AUTHORIZED SHARES

Number: *The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock.*

Initial issue: *100 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:*

**ELLIS R. NORTON and
MARY S. NORTON**

**Eighty (80) Shares as Tenants by the
Entireties**

and

**STEVEN L. VIENNEAU and
KIMBERLY P. VIENNEAU**

**Twenty (20) Shares as Tenants by the
Entireties**

Dividends: *The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.*

No Classes of Stock: *The shares of the Corporation are not to be divided into classes.*

ARTICLE V

REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is 912 Golden Beach Boulevard, Venice, Florida 34285 and the name of the initial registered agent at such address is ELLIS R. NORTON.

ARTICLE VI

PRINCIPAL OFFICE

The Principal Office of the corporation shall be 912 Golden Beach Boulevard, Venice, Florida 34285.

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have Two (2) Directors constituting the initial Board of Directors. The Directors need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until him successors shall have been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
ELLIS R. NORTON	912 Golden Beach Boulevard Venice, Florida 34285
MARY S. NORTON	912 Golden Beach Boulevard Venice, Florida 34285

ARTICLE VIII

INCORPORATORS

The names and addresses of the initial incorporators are as follows:

NAME

ADDRESS

ELLIS R. NORTON

**912 Golden Beach Boulevard
Venice, Florida 34285**

ARTICLE IX

PREEMPTIVE RIGHTS OF SHAREHOLDERS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange County, Florida on this 10th day of February, 1998.

Ellis R. Norton

ELLIS R. NORTON

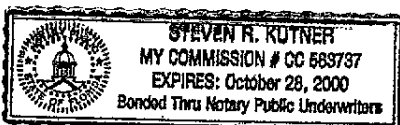
STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 10th day of February, 1998, by **ELLIS R. NORTON**, who has produced a driver's license as identification or who is personally known to me.

Steven R. Kutner

Steven R. Kutner, Notary Public
Commission No. CC563737
My Commission Expires:



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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That ^{Refrigeration} ~~FILBERT~~ CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Venice, Sarasota County, State of Florida, has named **ELLIS R. NORTON** located at **912 Golden Beach Boulevard, Venice, Florida 34285** as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: February 10, 1998

Ellis R. Norton

ELLIS R. NORTON

FILED
98 FEB 12 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA