P98000014984

September 1, 1997

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32301

Subj: Incorporation of Atlas Refrigeration & Air Conditioning, Inc.

98 FEB 16 AM 10: 01

Deär Sir:

Enclosed please find the following:

- 1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
- 2. My check in the amount of \$122.50 to cover the filing fee.
- 3. Designation of Resident Agent.

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Kindly acknowledge filing of theses Articles of Incorporation, *****122.50 *****122.50 compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at 1341 S. Stetson Drive, Cocoa, FL. 32922.

If there are any questions concerning this filing, please contact me at (407) 631-2203 or (407) 454-2266.

Thank you for your assistance in this matter.

Check for corp. papers

At las refrig. + A/C

1360 Lake Washington ad

Melb FL 32935

Mailing address

POBOY 561357 Rochledge FL 32956

Phone # 407 2530493

ARTICLES OF INCORPORATION

OF

ATLAS REFRIGERATION & AIR CONDITIONING, INC.

ARTICLE I. NAME

The name of this corporation is

ATLAS REFRIGERATION & AIR CONDITIONING, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business. The specific purpose is to provide refrigeration & air conditioning repair and maintenance.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common Shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.



ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2237 Sept Street, Melbourne, Florida 32935, and the name of the initial registered agent of the corporation at that address is Gene E. Hudome.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation is:

Darrin G. Dittmer 1341 S. Stetson Drive Cocoa, Florida 32922 Gene E. Hudome 2237 Sept Street Melbourne, Florida 32935

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 1341 S. Stetson Drive, Cocoa, Florida 32922, and the mailing address of the corporation is P. O. Box 561357, Rockledge, Florida 32956-1357.

ARTICLE IX INCORPORATOR

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

Gene E. Hudome 2237 Sept Street Melbourne, Florida 32935

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

| IN WITNESS WHEREOF the ur | dersigned subscriber has executed |
|---|-----------------------------------|
| these articles of incorporation on this _ | day of September, 1997. |
| · | Au Holer |
| | Gene E. Hudome |

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this ___/ __day of September, 1997.

KENNETH G. HARRIS
COMMISSION # CC 521741
EXPIRES JAN 1, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

Notary Public



DESIGNATION AS REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That Atlas Refrigeration & Air Conditioning, Inc., desiring to organize under the laws of the State of Florida, with its principal office at 1341 S. Stetson Drive, Cocoa, Florida 32922, has named Gene E. Hudome, located at 2237 Sept Street, Melbourne, Brevard County, Florida 32935, as it's 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, relative to keeping the designated office open.

Gene E. Hudome Registered Agent