

Original

TRANSMITTAL LETTER

P98000015443

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

800002431808--3
-02/16/98--01105--014
*****70.00 *****70.00

SUBJECT: RESIDENTIAL BUILDING ENERGY EFFICIENCY SERVICES, INC.

(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of articles of incorporation and a check for:

X 70.00	78.75	122.50	131.25
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FROM: FRANK W. ASARE
Name (printed or typed)

1730 HUNTER LANE
Address

TARPON SPRINGS, FL 34689
City, State & Zip

(813) 937-4547
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 16 AM 10:56

NOTE: Please provide the original and one copy of the articles.

2-17-98
WS

ARTICLES OF INCORPORATION

OF

RESIDENTIAL BUILDING ENERGY EFFICIENCY SERVICES, INC.

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DIVISION OF CORPORATIONS
98 FEB 16 AM 10:56

The undersigned incorporation (s) , for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

RESIDENTIAL BUILDING ENERGY EFFICIENCY SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1730 HUNTER LANE
TARPON SPRINGS, FL 34689

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is

100 SHARES NON-PAR

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JAMES H. COLLIER SR.
1102 FUCHSIA DRIVE
HOLIDAY, FL 34691

ARTICLE V INCORPORATOR(S)

The name (s) and street address (s) of the Incorporator (s) to these Articles of Incorporation is (are):

FRANK W. ASARE
1730 HUNTER LANE
TARPON SPRINGS, FL 34689

The undersigned has (have) executed these Articles of Incorporation this

____ 2nd ____ day of ____ FEBRUARY ____, 1998 ____

 Signature/Title

____ Signature/Title

____ Signature/Title

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: RESIDENTIAL BUILDING ENERGY EFFICIENCY SERVICES, INC.

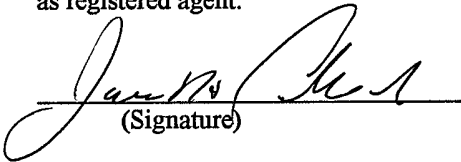
The name and address of the registered agent and office is:

JAMES H. COLLIER SR.
(Name)

1102 FUCHSIA DRIVE
(P. O. Box not acceptable)

HOLIDAY, FL 34691
(City/State/Zip)

I have been named as registered agent and to accept service of process for the aboved stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

2-2-98
(Date)