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Transmittal Letter

April 28, 1998

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

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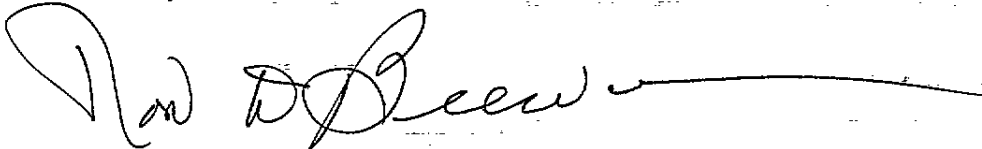
SUBJECT: Florida Solar Engineering Corporation

Please find enclosed an executed original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent / Registered Office for Florida Solar Engineering Corporation, a new Florida corporation.

A check for \$131.25 is enclosed for the filing fee, designation of registered agent fee, certified copy and Certificate of Status.

Please send the certificate and certified copy of the articles to the attention of Mr. Ron Brewer at 1535 Cogswell Street, Suite A-1, Rockledge, FL 32955.

Thank you,



Ron Brewer

1535 Cogswell Street, Suite A-1
Rockledge, FL 32955
(407) 631-8990

FILED
98 MAY -1 AM 8:51
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

855

Articles of Incorporation of
Florida Solar Engineering Corporation
A Florida corporation

EFFECTIVE DATE
4-28-98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, pursuant to Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation for Florida Solar Engineering Corporation, a Florida corporation.

Article I. Name

The name of the corporation is:

Florida Solar Engineering Corporation.

Article II. Address

The principal office and mailing address of the corporation is:

1535 Cogswell Street, Suite A-1, Rockledge, FL 32955.

Article III. Authorized Shares

The aggregate number of shares that the corporation shall have authority to issue is 1,000 shares of without par value common stock.

Article IV. Registered Office and Registered Agent

The street address of the initial registered office of the corporation is 1535 Cogswell Street, Suite A-1, Rockledge, FL 32955 and the corporation's initial registered agent at such address is Ronald D. Brewer.

Article V. Incorporator

The name and street address of the Incorporator of these Articles of Incorporation is Ronald D. Brewer, 1535 Cogswell Street, Suite A-1, Rockledge, FL 32955.

Article VI. Duration

The duration of the corporation shall be perpetual.

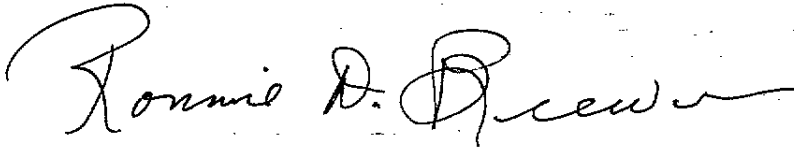
Article VII. Purpose

The corporation is organized for the purpose of engaging in the marketing, sales, installation and service of swimming pool heating systems and related equipment, and solar domestic water heating systems and related equipment, and the corporation may also engage in any and all other lawful business which corporations may conduct under the laws of the State of Florida.

Article VIII. Effective Date

Pursuant to the provisions of Section 607.0203, Florida Statutes, the effective date of these Articles is April 28, 1998.

The undersigned incorporator has executed these Articles of Incorporation this 28th day of April, 1998.

A handwritten signature in cursive script, reading "Ronnie D. Brewer". The signature is written in dark ink and is positioned above the printed name of the incorporator.

Ronald D. Brewer,
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Designation of
Registered Agent / Registered Office

Pursuant to the provisions of Section 607.0501, Florida Statutes, Florida Solar Engineering Corporation, a corporation organized under the laws of the State of Florida, submits the following statement in designating the corporation's registered agent and registered office in the State of Florida.

1. The name of the corporation is:

Florida Solar Engineering Corporation.

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

Ronald D. Brewer
1535 Cogswell Street, Suite A-1
Rockledge, FL 32955

Having been named as registered agent and to accept service of process for the above 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.

Executed this 28th day of April, 1998.



Ronald D. Brewer,
As Registered Agent for Florida Solar Engineering Corporation
1535 Cogswell Street, Suite A-1
Rockledge, FL 32955