

P98000058850

7/01/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC PROCESSING MENU

9:45 AM

--KEY--

7/01/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:49 AM

((H98000012196 5)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: THERMAL-SYSTEMS WORLDWIDE, INC.

AUDIT NUMBER.....H98000012196

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED
98 JUL - 1 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA- 7/2/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 1, 1998

FAS-T CORP. AGENTS, INC

SUBJECT: THERMAL-SYSTEMS WORLDWIDE, INC.
REF: W98000015118

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000012196
Letter Number: 398A00035772

ARTICLES OF INCORPORATION
OF
THERMAL-SYSTEMS WORLDWIDE, INC.

The undersigned does hereby make and execute these Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act.

ARTICLE I

Name

The name of the corporation is:

Thermal-Systems Worldwide, Inc.

ARTICLE II

Principal Office

The principal office of the corporation shall be located at:

c/o: Trailins and Associates
2 South Biscayne Boulevard
Suite 3310
Miami, Florida 33131

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the principal office of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE III

Mailing Address

The mailing address of the corporation shall be:

c/o: Trailins and Associates
2 South Biscayne Boulevard
Suite 3310
Miami, Florida 33131

PREPARED BY: TRAILINS and ASSOC.
2 South Biscayne Blvd.
Suite 3310
Miami, Fl. 33131
(305) 374-3300

FILED
98 JUL -1 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the mailing address of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is 5,000,000 shares of common stock. The par value of each such share shall be \$.0001 per share.

ARTICLE V

Registered Office and Agent

The street address of the corporation's initial registered office is:

**Tralins and Associates
2 South Biscayne Boulevard
Suite 3310
Miami, Florida 33131**

The name of the corporation's initial registered agent at that office is **Myles J. Tralins, Esq.**

ARTICLE VI

Incorporator

The name and address of the incorporator is:

**Myles J. Tralins, Esq.
Tralins and Associates
2 South Biscayne Boulevard
Suite 3310
Miami, Florida 33131**

ARTICLE VII

Purpose and Powers

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and under the laws of any jurisdiction in which the corporation may operate. The corporation shall have all lawful powers necessary or appropriate to conduct such business including, but not limited to, all corporate powers which corporations may have under the Florida Business Corporation Act.

ARTICLE VIII

The number of directors constituting the initial board of directors is 3.
Thereafter, the number of directors shall be as provided in the bylaws. The name and address of each individual who is to serve as a member of the initial board of directors is:

Ilene Luby

4240 N.E. 24th Avenue
Lighthouse Point, FL 33064

Mel Mitchell

405 South Kedzie
Chicago, IL 60612-3346

Le Baron Lee

333 W. Wacker Drive
Chicago, IL 60606

IN WITNESS WHEREOF, these Articles of Incorporation have been executed on
June 29 1998.



Myles J. Trakins, Esq., Incorporator

Acceptance by Registered Agent

The undersigned hereby accepts the appointment as registered agent of Thermal-
Systems Worldwide, Inc. and agrees to comply with the provisions of the laws of Florida,
including section 48.091, Florida Statutes, providing for the keeping open of the registered office
for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of
registered agent.

Dated: June 29 1998.


Myles J. Trahms, Esq., Registered Agent

FILED

98 JUL -1 AM 9:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA