

MCLEOD, MCLEOD & MCLEOD, P.A.

Attorneys and Counselors at Law

Post Office Drawer 950

Apopka, Florida 32704-0950

Johnie A. McLeod
Raymond A. McLeod
William J. McLeod

48 East Main Street
Telephone: (407) 886-3300
Facsimile: (407) 886-0087

August 20, 1998

P98000073654

Secretary of State
Corporate Division
PO Box 6327
Tallahassee, FL 32314

500002622505--7
-08/21/98--01105--005
****122.50 ****122.50

RE: VISTA COOLING SERVICES, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you.

Sincerely yours,

Raymond A. McLeod
Raymond A. McLeod

RAM/jlk

Enclosures

FILED
98 AUG 21 AM 9:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

8637-8
5

**ARTICLES OF INCORPORATION
OF
VISTA COOLING SERVICES, INC.**

FILED
98 AUG 21 AM 9:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is **VISTA COOLING SERVICES, INC.**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE V

The name and address of the Initial Registered Agent is J. GARY REID whose mailing address is 1427 Fox Den Road, Apopka, Florida 32712 and the principal office of this corporation is 1427 Fox Den Road, Apopka, Florida 32712.

ARTICLE VI

This corporation shall have one (1) Director initially, and the number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial Director of this corporation is:

J. GARY REID
1427 Fox Den Road
Apopka, Florida 32712

ARTICLE VII

The name and address of the person signing these Articles of Incorporation as Incorporator is:

J. GARY REID
1427 Fox Den Road
Apopka, Florida 32712

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

Director(s) need not be residents of this state or shareholders unless Articles of Incorporation or By-Laws so require.

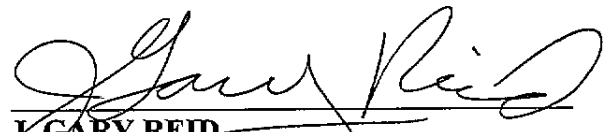
ARTICLE X

The shareholder(s) shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with no less than a majority vote of the common stock issued and outstanding.

ARTICLE XI

If all Director(s) severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of August, 1998.


J. GARY REID
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared **J. GARY REID** personally known by me to be the person who executed the foregoing Articles of Incorporation of VISTA COOLING SERVICES, INC. as the Incorporator, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto placed my hand and seal this 20th day of August, 1998.



(SEAL)

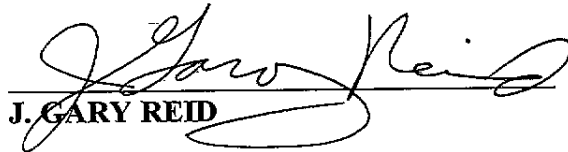
Raymond A. McLeod
Notary Public
Raymond A. McLeod
Printed Name of Notary

My commission expires:

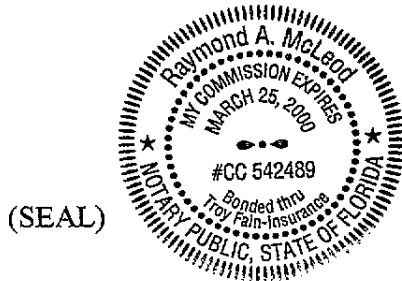
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT


STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared **J. GARY REID**, known to me to be the person who accepted designation as Registered Agent on behalf of VISTA COOLING SERVICES, INC., and he acknowledged before me that he executed this Acceptance of Designation as Registered Agent freely and voluntarily.


J. GARY REID

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 20th day of August, 1998.




Notary Public
Raymond A. McLeod
Printed name of Notary

My Commission Expires:

FILED
98 AUG 21 AM 9:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA