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To: Dir of Corporations, State of Florida  
From: Frank V. Arpaia

Date: 11/21/98 FAX: N/A

Total Number of Pages (including cover sheet): 500002698115--4  
-11/30/98--01130--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Corporate Filing for Honest Air Cond., etc.

**Comments:**

I am enclosing an original and copy  
of Articles of Incorporation of Honest  
Air Conditioning & Heating, Inc. for  
filing. My check for \$78.75 for the  
filing fee and a certified copy is  
enclosed.

Thank You. **EFFECTIVE DATE**  
11-20-98  
M. Arpaia

Dmc  
12/3/98

**FILED**  
98 NOV 30 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
HONEST AIR CONDITIONING & HEATING, INC.**

**FILED**  
98 NOV 30 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit, does hereby certify as follows:

I

NAME

The name of this corporation shall be:

Honest Air Conditioning & Heating, Inc.

**EFFECTIVE DATE**  
11-20-98

II

TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing on the date of the execution and acknowledgment of the Articles of Incorporation.

III

PURPOSE OF CORPORATION

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

IV

CAPITAL STOCK

The total number of shares of capital stock which may be issued by this

corporation shall be 10,000 shares which shall be common stock having a par value of \$10.00 per share which shall be fully paid and nonassessable.

## 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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## VI

### INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office and principal office of this corporation is:

7131 Queens Palm Circle  
Sarasota, Florida 34243

and the name of the initial registered agent of this corporation at that address is: Corey F. Babcock.

## VII

### INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Corey F. Babcock  
7131 Queens Palm Circle  
Sarasota, Florida 34243

VIII

INCORPORATORS

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

Corey F. Babcock  
7131 Queens Palm Circle  
Sarasota, Florida 34243

IX

BY-LAWS

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

X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer  
or director, to the full extent permitted by law.

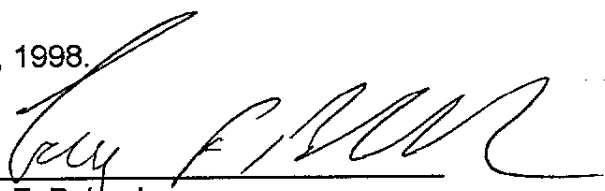
XI

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these

Articles of Incorporation this 20<sup>th</sup> day of November, 1998.

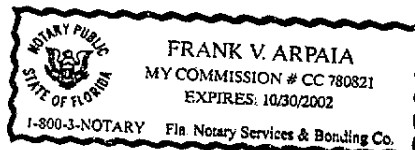
  
Corey F. Babcock

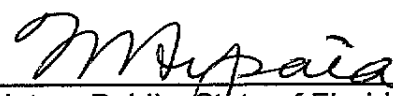
STATE OF FLORIDA

COUNTY OF MANATEE

I HEREBY CERTIFY that on this day before me, personally appeared COREY F. BABCOCK, to me known to be the person described in and who executed the same for the purposes stated therein.

WITNESS my hand and official seal in the County and State last aforesaid this 20<sup>th</sup> day of November, 1998.



  
Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named to accept the service of process for HONEST AIR CONDITIONING & HEATING, INC., at the place designated in the Articles of Incorporation, pursuant to Chapter 48.091 of the Florida Statutes, hereby accepts this designation and agrees to act in this capacity and further agrees to comply with the provisions of the act relative to keeping the registered office of the corporation open.

  
Corey F. Babcock

**FILED**  
08 NOV 30 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA