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February 24, 1999

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Comfort-Aire Distributors, Inc.
Articles of Incorporation
File No. 101.001

600002788536--1
-02/26/99-01065-012
122.50 **78.75

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation along with this firm's trust account check for the sum of \$122.50 in full payment of the filing (\$35.00), registered agent (\$35.00) and certified copy (\$52.50) fees. Please return to me a certified copy of the Articles of Incorporation.

Thank you in advance for your prompt attention to this matter.

Sincerely,

Barry L. Clayton

BLC/gb
Enclosures
cc: Comfort-Aire Distributors, Inc.

FILED
99 FEB 26 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Barry Clayton
AUTHORIZATION BY PHONE TO
CORRECT art. 6
DATE 3/2/99
DOC. EXAM T.A.

T.A. - 3/2/99

**ARTICLES OF INCORPORATION
OF
COMFORT-AIRE DISTRIBUTORS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

1. The name of the corporation is Comfort-Aire Distributors, Inc.
2. The principal office of the Corporation shall be located at 2665 S. Bayshore Drive, Suite 901, Coconut Grove, Florida 33133.
3. The Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.
4. The aggregate number of shares which the Corporation is authorized to issue is one thousand (1,000) shares of Common Stock, par value \$1.00 per share.
5. The street address of the initial registered office of this Corporation is 2665 S. Bayshore Drive, Suite 901, Coconut Grove, Florida 33133 and the name of the initial registered agent of this Corporation at that address is Barry S. Logan.
6. The name and address of the person signing these Articles of Incorporation as incorporator is Barry S. Logan.
7. The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The names and addresses of the initial directors are:

Barry S. Logan, 2665 S. Bayshore Drive, Suite 901, Coconut Grove, Florida 33133
Ana Menendez, 2665 S. Bayshore Drive, Suite 901, Coconut Grove, Florida 33133

Dated: February 9, 1999

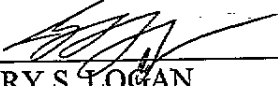


BARRY S. LOGAN
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Comfort-Aire Distributors, Inc. at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: February 9, 1999



BARRY S. LOGAN
Registered Agent

FILED
99 FEB 26 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA