ALAN G. COOPER
11136 RIVERCREEK DRIVE EAST
JACKSONVILLE, FL 32223
(904) 268-0223

June 8, 1999

State of Florida Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

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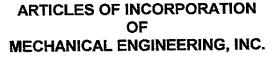
RE: Incorporation of Mechanical Engineering, Inc.

Dear Sir or Madam:

Enclosed please find proposed articles of incorporation for the above referenced business along with my check in the amount of \$70 for the filing fee. Please return a copy of stamped articles to the above address. Thank you for your assistance.

Sincerely,

Alan G. Cooper



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ARTICLE I NAME

The name of the corporation is MECHANICAL ENGINEERING, INC.

ARTICLE II DURATION

This corporation shall exist perpetually.

ARTICLE III PURPOSES

This corporation is organized for the purpose of transacting air conditioning engineering/installation work permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE V INITIAL REGISTERED AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office is as follows: **Shauny S. Kronfield, 1520 Bay Shore Drive, Cocoa Beach, FL 32931**.

ARTICLE VI SHAREHOLDERS

All shareholders of this corporation shall be persons or otherwise legally authorized to render the same specific professional services as those for which the corporation is

incorporated, and no shareholder shall sell or otherwise transfer any of his/her shares to a person other than one so qualified.

ARTICLE VII PRINCIPAL OFFICE

The principal office of the corporation is as follows: 11136 Rivercreek Drive East, Jackonville, FL 32223.

ARTICLE VIII OFFICERS

This corporation shall have four officers as follows:

President: ALAN G. COOPER, whose street address is 11136

Rivercreek Drive East, Jacksonville, FL 32223.

Vice President: FRANK KRONFIELD, whose street address is 1520 Bay

Shore Drive, Cocoa Beach, FL 32931.

Secretary: SHAUNY S. KRONFIELD, whose street address is 1520

Bay Shore Drive, Cocoa Beach, FL 32931.

Treasurer: SHAUNY S. KRONFIELD, whose street address is 1520

Bay Shore Drive, Cocoa Beach, FL 32931.

ARTICLE IX INCORPORATOR

The name and street address of the incorporator of this corporation is: Alan G. Cooper, 11136 Rivercreek Drive East, Jacksonville, FL 32223.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, this incorporator has executed these Articles of Incorporation this 300 day of June, 1999.

Alan G. Cooper

STATE OF FLORIDA COUNTY OF DINA

The foregoing instrument was acknowledged before me this <u>3nd</u> day of June, 1999, by **Alan G. Cooper**.



R. DARRELL HOPSON
Notary Public, State of Florida
My comm. expires May 2, 2002
Comm. No. CC 736002

NOTARY PUBLIC

My commission expires: 5/2/2002

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with FLA. STAT. Sections 48.091, 607.034, the following is submitted:

MECHANICAL ENGINEERING, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Shauny S. Kronfield as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1520 Bay Shore Drive, Cocoa Beach, FL 32931.

Shauny S. Kronfield

Dated: May <u>274</u>, 1999

Having been named to accept services of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Shauny S. Kronfield

Dated: May 274, 1999