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7/9/99

Denison Brothers A/C
1332 NE 1st Terr.
Cape Coral, FL 33909

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-07/12/99--01039--010
*****78.75 *****78.75

RE: Denison Brothers Air Conditioning and Pool Heating, Inc.

To Whom It May Concern:

Kindly return the final corporate documentation to us using the enclosed self-addressed, prepaid Federal Express envelope. You may contact the courier directly at: 1-800-238-5355 to schedule the "package pick up."

Thank you for your consideration.

Sincerely,



Gary J. Denison,
Denison Brothers Air Conditioning & Pool Heating, Inc.

FILED
99 JUL 12 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. GALLMON-CASE JUL 20 1999

ARTICLES OF INCORPORATION
OF
DENISON BROTHERS AIR CONDITIONING AND POOL HEATING INC

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is DENISON BROTHERS AIR CONDITIONING AND POOL HEATING INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The amount of capital stock of this corporation shall be ONE THOUSAND SHARES (1000) at One Dollar (\$1.00) par value stock, which stock shall be non-assessable to be held, sold and paid for at such time and in such manner as the Board of Directors may, from time to time, determine. All of the capital stock shall be common stock.

ARTICLE V

The corporation shall commence business on filing with the Secretary of State.

ARTICLE VI

The principal place for the transaction of its business shall be 1332 NE 1st Terrace, Cape Coral, Florida, 33909-2641. That said corporation shall have the authority to do business at such other place or places within or without the State of Florida, as the corporation may by resolution designate.

ARTICLE VII

The corporation shall have a Board of two (2) Directors, and the Board may be increased to not more than five (5) Directors. The number of Directors each year may be determined by the shareholders at their annual meeting, or may be fixed by the By-Laws.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

The officers by whom the business of said corporation shall be conducted shall be a President/Secretary who shall be a Director, and a Vice-President/Treasurer who shall be a Director, and such other officers, agents and Directors, who shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. The name and post office addresses of the officers and first Board of Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

Gary Denison	President, Secretary
1332 NE 1st Ter	
Cape Coral, FL 33990-2641	

Stephen Denison	Vice President, Treasurer
1332 NE 1st Ter	
Cape Coral, FL 33990-2641	

ARTICLE IX

The name and post office address of the subscriber of these Articles of Incorporation with the amount of stock subscribed for and agreed to be taken is as follows:

Gary Denison	250 shares
1332 NE 1st Ter	
Cape Coral, FL 33990-2641	

Stephen Denison	250 shares
1332 NE 1st Ter	
Cape Coral, FL 33990-2641	

ARTICLE X

The Directors shall be elected by shareholders at their annual meeting, and the officers shall be elected by the Directors at their annual meeting, both of which will be held at the principal office of the corporation, or such other place as may be provided by the By-Laws, or may otherwise be agreed upon.

ARTICLE XI

The street address of the initial registered office of this corporation is 1332 NE 1st Terrace, Cape Coral, Florida 33909-2641 and the name of the initial registered agent of this corporation at that address is Gary Denison.

ARTICLE XII

Each shareholder, upon the sale for cash of any new stock of this corporation, 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.

ARTICLE XIII

The initial By-Laws of this corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the shareholders or the Directors. The shareholders may amend, alter or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law which would be in conflict with the By-Laws adopted by the shareholders.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certify that the facts herein stated are true and hereby, respectively, agree to take the number of shares of stock hereinbefore set forth at the consideration stated, and accordingly set our hands and seals at Cape Coral, Florida this 9 day of July, 1999.

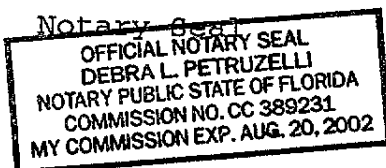
Gary Denison
GARY DENISON
Stephen E Denison
STEPHEN DENISON

STATE OF FLORIDA
COUNTY OF Lee

I HEREBY CERTIFY that before me personally appeared GARY DENISON and STEPHEN DENISON, who made and subscribed to the foregoing Articles of Incorporation, and who certify and acknowledge that they made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 9 day of July, 1999.

[Signature]
Signature of Notary Public
State of Florida



Notary Public Printed Name

GARY DENISON Produced Identification (Type) personally known

STEPHEN DENISON Produced Identification (Type) personally known

I HEREBY ACCEPT appointment as agent of Denison Brothers Air Conditioning and Pool Heating Inc., a Florida Corporation, upon whom process, tax notice or demands may be served.

Gary Denison
GARY DENISON

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DATE

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TALLAHASSEE, FLORIDA