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ALL SHIELDS PLUMBING & AIR CONDITIONING INC.

4098 Gallagher Loop  
Casselberry, FL 32707

(407) 699-9701

August 23, 1999

SECRETARY OF STATE  
Division Of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
99 AUG 26 PM 3:46  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

Enclosed please find my check in the amount of \$122.50 for the cost of filing of the following:

ALL SHIELDS PLUMBING & AIR CONDITIONING INC.

Please forward certified copies of Articles to my attention 4098 Gallagher Loop,  
Casselberry, FL 32707.

Sincerely,

  
Jessica Shields

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-08/26/99-01087-007  
\*\*\*\*122.50 \*\*\*\*\*78.75

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ARTICLES OF INCORPORATION  
OF  
ALL SHIELDS PLUMBING & AIR CONDITIONING INC.

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SECRETARY OF STATE  
TALLAHASSEE, FL 32399

The undersigned incorporators deliver these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act, and hereby adopt the following Articles of Incorporation.

ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the corporation shall be ALL SHIELDS PLUMBING & AIR CONDITIONING INC. The principal place of business of this corporation shall be 4098 Gallagher Loop, Casselberry, FL 32707 and the mailing address of the corporation shall be the same.

ARTICLE II  
CORPORATE PURPOSES, POWER AND RIGHTS

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

ARTICLE III  
DURATION OF THE CORPORATION

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV  
AUTHORIZED STOCK

The total number of shares of capital stock which the Corporation has the authority to issue is a thousand (1,000) shares of Common Stock, with a \$1.00 par value per share.

ARTICLE V  
REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the Registered Agent of the Corporation is:

NAME  
Jessica Shields

ADDRESS  
4098 Gallagher Loop  
Casselberry, FL 32707

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) persons. The name and addresses of the person(s) who shall serve as director(s) of the Corporation until the first meeting of shareholders are:

NAME	ADDRESS
David Shields	4098 Gallagher Loop Casselberry, FL 32707
Jessica Shields	4098 Gallagher Loop Casselberry, FL 32707

ARTICLE VII  
OFFICERS OF THE CORPORATION

The names of the persons who are to serve as officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are:

David Shields	President
Jessica Shields	Vice President - Secretary - Treasurer

ARTICLE VII  
INCORPORATORS

The names and addresses of the incorporators of the Corporation is:


NAME	ADDRESS
David Shields	4098 Gallagher Loop Casselberry, FL 32707
Jessica Shields	4098 Gallagher Loop Casselberry, FL 32707

ARTICLE VIII

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation or securities of the Corporation convertible into or carrying a right to subscribed to or acquire shares.

The undersigned incorporators have executed these Articles of Incorporation this  
24 day of August, 1999.

  
David Shields, Incorporator

  
Jessica Shields, Incorporator

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

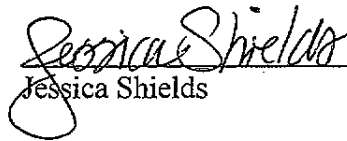
1. The name of the corporation is: ALL SHIELDS PLUMBING & AIR CONDITIONING INC.

2. The name and address of the registered agent and office is:

Jessica Shields, 4098 Gallagher Loop, Casselberry, FL 32707.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Executed this 24 day of August, 1999.

  
\_\_\_\_\_  
Jessica Shields

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