

996000048861  
HAYDEN AND MILLIKEN, P.A.

MIAMI, FL OFFICE

SUITE 63  
5915 PONCE DE LEON BOULEVARD  
MIAMI, FLORIDA 33146-2477  
TELEPHONE (305) 667-1323  
FAX (305) 663-1358

Please Reply To: Miami

June 3, 1996

TAMPA, FL OFFICE

615 DELAUN STREET  
TAMPA, FLORIDA 33606-2719  
TELEPHONE (813) 251-1770  
FAX (813) 254-5436

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RECEIVED DATE  
6/3/96

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\*\*\*131.25 \*\*\*131.25

RE: Container Maintenance & Repair Service, Inc.  
Our File: 16109

Gentlemen:

Enclosed please find the Articles of Incorporation of CONTAINER MAINTENANCE & REPAIR SERVICE, INC., and the Certificate of Designation of Registered Agent/Registered Office. In addition we have enclosed our disbursement check no. 26251 dated June 3, 1996 in the amount of One Hundred and Thirty-One and 25/100 Dollars (\$131.25) made payable to the Department of State covering the filing fee and costs of certified copy and certificate. Please return the certified copy and certificate to the undersigned's office.

If you have any questions, please do not hesitate to contact us.

Very truly yours,

  
Reginald M. Hayden, Jr.

RMH:bc  
Enclosures  
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96 JUN -6 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6-7-96



**ARTICLES OF INCORPORATION  
OF**

**EFFECTIVE DATE**  
for 2/2/96

**CONTAINER MAINTENANCE & REPAIR SERVICE, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

**CONTAINER MAINTENANCE & REPAIR SERVICES, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1887 South 14th Street, Suite 105  
Fernandina Beach, Florida 32034

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TALLAHASSEE, FLORIDA

**ARTICLE III - DURATION**

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

**ARTICLE IV - PURPOSE**

Pursuant to the laws of the State of Florida, to conduct and transact any and all lawful business.

**ARTICLE V - CAPITAL STOCK**

This Corporation is authorized to issue Five Hundred (500) of One Dollar (\$1.00) par value capital common stock which shall be designated common stock.

**ARTICLE VI - LIMITATIONS AND RELATIVE RIGHTS OF  
SHARES OF CAPITAL STOCK**

**Section 1 - Dividends**

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by majority vote of the Board of Directors, dividends, payable either in cash, in property, or in shares of capital stock of the Corporation.

**Section 2 - Voting Rights**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares;

**ARTICLE VII - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any authorized and unissued stock (but not treasury stock) of this Corporation of the same kind, class or series, as that which he or she already holds shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VIII - POWERS**

This corporation shall have all those rights, powers and duties as delineated in Florida Statute Chapter 607, as it now exists or may hereafter be amended.

**ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The street address of the initial registered office of this Corporation is c/o HAYDEN AND MILLIKEN, P.A., 5915 Ponce De Leon Blvd., Suite 63, Miami, Florida 33146. The name of the initial registered agent is Reginald M. Hayden, Jr. at the address of HAYDEN AND MILLIKEN, P.A., 5915 Ponce De Leon Blvd., Suite 63, Miami, Florida 33146. Said agent shall indicate acceptance of said designation by executing these Articles of Incorporation.

**ARTICLE X - INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) directors, initially. The number of directors may be either increased or diminished from time to time as provided for in the bylaws or fixed by the shareholders, but shall never be less than one (1). The name(s) of the initial directors of this corporation are:

Herbert Outerbridge  
Donald T. Quinn  
David Wible

**ARTICLE XI - INCORPORATOR**

The name and address of the person signing these Articles is: Reginald M. Hayden, Jr., HAYDEN AND MILLIKEN, P.A., 5919 Ponce De Leon Blvd., Suite 63, Miami, Florida 33146

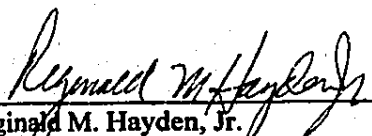
**ARTICLE XII - INDEMNIFICATION**

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

**ARTICLE XIII - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. Any right conferred upon the shareholders is subject to this reservation.

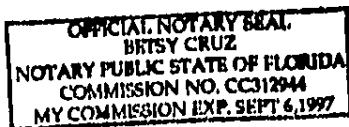
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3 day of June, 1996.

  
\_\_\_\_\_  
Reginald M. Hayden, Jr.  
Incorporator and Registered Agent

**STATE OF FLORIDA  
COUNTY OF DADE**

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the States and County set forth above, personally appeared Reginald M. Hayden, Jr., known to me and known by me to be the person who executed the foregoing Article of Incorporation, and before me that he executed these Articles of Incorporation.

I have hereunto set my hand and affixed my official seal in the state and county of aforesaid on this 3<sup>rd</sup> day of June, 1996.



*Betsy Cruz*  
NOTARY PUBLIC, State of Florida

My Commission Expires:

**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: CONTAINER MAINTENANCE & REPAIR SERVICE, INC.**

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

Reginald M. Hayden, Jr.

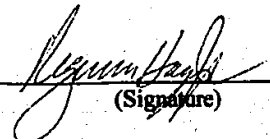
HAYDEN AND MILLIKEN, P.A.  
(Name)

5915 Ponce De Leon Blvd., Suite 63  
(P.O. Box not acceptable)

Miami, Florida 33146  
(City/State/Zip)

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95 JUN -6 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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.**

  
(Signature)

June 3, 1996  
(Date)