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1301 Hays Street
Tallahassee, FL

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96 JUL 17 AM 11:30

DIVISION OF CORPORATION

CSC networks

Prentice Hall Legal & Financial Services

ACCOUNT NO. : 072100000032

REFERENCE : 022299 82071A

AUTHORIZATION :

COST LIMIT : $ PREPAID

ORDER DATE : July 17, 1996

ORDER TIME : 9:55 AM

ORDER NO. : 022299

CUSTOMER NO: 82071A

CUSTOMER: H. Edward Dean, Esq
DEAN & DEAN, P.A.

230 Northeast 25th Avenue

Ocala, FL 34470-2938

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****122.50 ****122.50

DOMESTIC FILING

NAME: BROWN EQUIPMENT CO. OF OCALA, INC.

EFFECTIVE DATE:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 17 PM 1:20

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS: 7/17/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
BROWN EQUIPMENT CO. OF OCALA, INC.

ARTICLE I

Name. The name of this corporation is **BROWN EQUIPMENT CO. OF OCALA, INC.** The corporation's principal office is located at 4070 S.E. Maricamp Road, Ocala, FL 34471.

ARTICLE II

Business and Activities. This corporation may, and is organized and authorized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value $1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE IV

Term of Existence. This corporation shall have a perpetual existence.

ARTICLE V

Initial Registered Office and Agent. The street address of the initial registered office of this corporation is 4070 S.E. Maricamp Road, Ocala, FL 34471. The name of the initial registered agent of this corporation is E. Lee Brown, Jr.

ARTICLE VI

Preemptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 regardless of the date of issue.

ARTICLE VII

Number of Directors. The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors and Incorporators. The name and mailing address of each member of this corporation's first Board of Directors are as follows:

E. Lee Brown, Jr. 4070 S.E. Maricamp Road
Ocala, FL 34471

Initial Incorporators:

E. Lee Brown, Jr. 4070 S.E. Maricamp Road
Ocala, FL 34471

ARTICLE IX

Lost or Destroyed Certificates Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

ARTICLE X

Amendment. These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The Corporation shall indemnify, or advance reasonable expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the, fact that he is or was an officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

IN WITNESS WHEREOF, the undersigned do set their hands and seals and have acknowledged and filed the foregoing Articles of incorporation under the laws of the State of Florida this ___ day of July, 1996.

E. LEE BROWN, JR.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 17 PM 1:20

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me on the 16th day of July, 1996 by **E. LEE BROWN, JR.**, who is personally known to me.

Terri Darden Branam
Notary Public
Name of Notary Public:
Commission Number:

TERRI DARDEN BRANAM
MY COMMISSION # CC447302 EXPIRES
March 22, 1999
BONDED THRU TROY FAIN INSURANCE, INC

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for **BROWN EQUIPMENT CO. OF OCALA, INC.**, I hereby accept the designation and agree to act as the Registered Agent of said corporation.

Dated July 16th, 1996.

E. LEE BROWN, JR.
Registered Agent

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