

KEY & WASHINGTON KENDALL
ATTORNEYS AND COUNSELORS AT LAW

141 S. Main Street, Suite 211, Belle Glade, Florida 33430
PHONE: 561-992-4208 - FAX: 561-992-0338

GWENDOLYN S. KEY, Esquire

MAMIE WASHINGTON KENDALL, Esquire

July 2, 1999

Florida Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

P99000065735

RE: AAA Rentals, Inc.

Dear Sir or Madam:

Please find the attached for filing:

 X Articles of Incorporation.

Please provide my office with a certified copy of the Articles.

Your fees of \$122.50 are enclosed.

If there are questions, please advise.

400002927204--0
-07/09/99--01055--002
****122.50 ****78.75

Sincerely,

Mamie W. Kendall
Mamie Washington Kendall, Esquire

MWK:lc

Enclosure

FILED
99 JUL 26 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 7/29/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 15, 1999

KEY & WASHINGTON KENDALL
141 S. MAIN ST., STE. 211
BELLE GLADE, FL 33430

SUBJECT: AAA RENTALS, INC.
Ref. Number: W99000016345

We have received your document for AAA RENTALS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 499A00036541

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99 JUL 26 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AAA STORAGE, INC.**

We, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida as the same may from time to time exists, hereby certify as follows:

ARTICLE I. NAME

1. The name of the company is "AAA STORAGE, INC. "
2. The registered office of the company will be situated at 1401 West Avenue A, Belle Glade, Florida 33430.

ARTICLE II. - REGISTERED AGENT

In pursuance of Chapter 48.091 and Chapter 607-0501, Florida Statutes, the following is submitted in compliance with said Act:

That AAA Storage, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in the City of Belle Glade, County of

Palm Beach, State of Florida, has named MAMIE WASHINGTON KENDALL, ESQ., located at 141 S Main St., Ste. 211, Belle Glade, Fl., as it's agent to accept service of process within this state.

ARTICLE III. NATURE OF BUSINESS

3. The principal office shall operate at 1401 West Avenue A, Belle Glade, Florida 33430.

The general nature of the business to be transacted by the organization are as follows:

1. To engage in the general business of real property purchase, rental and property management

2. To engage in any activities or business permitted under the laws of the United States and Florida.

3. To purchase, acquire, hold, sell, exchange, distribute any and all types of land, leases, mortgages, notes, or otherwise deal with any and all types of investments.

4. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

5. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

6. To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other or any character of business legal in the State of Florida.

7. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

8. To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

9. To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

10. To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses and in this Article shall be regarded as independent objects and powers.

11. To enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint adventure, reciprocal concession, or otherwise, with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which this company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this company, and to lend money to, guarantee the contracts of, or otherwise assist, any such person or company.

12. To enter into any arrangements with any government or authorities supreme, municipal, local or otherwise that may seem conducive to the company's objects or any of them, and to obtain from any government or authority any rights, privileges, and concessions which the company may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and con concessions.

13. To amalgamate with any other company or companies.

14. To borrow or raise or secure the payment of money by mortgage, or by the issue of debenture or debenture stock, perpetual or otherwise, or in such other manner as the company shall

think fit, and for the purpose aforesaid or for any other lawful purpose to charge all or any of the company's property or assets, present and future, including its uncalled capital and collaterally or further to secure any securities of the company by a trust deed or other securities.

15. To invest, lend, or otherwise deal with unemployed moneys, in such manner, and upon such terms, as may be though fit, and to vary investments.

16. To receive loans at interest or otherwise from, and to lend money and give credit to, any person or company, where the doing so may seem advantageous or desirable in the interest of the company.

17. To issue on commission, subscribe for, take, acquire and hold, sell or exchange, stocks, bonds, obligations, or securities of any government authority or company.

18. Upon any issue of shares, debentures or other securities of the company, to employ brokers, commission agents, underwriters, and other persons, and to provide for the remuneration of such persons for their services by payment in cash, or by the issue of shares, debentures or other securities of the company, or by the granting of option to take the same, or in any other manner allowed by law.

19. To draw, make accept, endorse, discount, execute, and issue promissory notes, bills or exchange, bills of lading, warrants, debentures and other negotiable, transferable or mercantile instruments.

20. To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of this company, or of undertaking any business or operations which may appear likely to assist or benefit this company or to enhance the value of any property or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities or any such company as aforesaid.

21. To assign to any member or class of members any preferential, special or qualified rights of privileges over or as compared with any other members as regards participation in profits or assets, and as regards voting, and as regards winding-up or otherwise howsoever.

22. To establish and support or aid in the establishment and support of association, institution, clubs, funds, trusts, and conveniences calculated to benefit employees or ex-employees or directors or ex-directors of the company or its predecessors in business or the dependents or connections of such persons, and to grant pensions, allowances and charitable aid, and to make payments towards insurance for the benefit of any such persons, and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibitions or for any public general useful object whatsoever.

23. To remunerate any person, firm or company for services rendered or to be rendered to this company, either by cash payment or by the allotment to him or them of shares or securities of the company credited as paid up in full or in part or otherwise as may be thought expedient.

24. To pay for any property or rights acquired by the company either in cash or fully or partly paid shares, or by the issue of securities, or partly in one mode and partly in another, and generally on such terms as may be determined.

25. To insure with any other company or person against losses, risks, or liabilities which might affect this company and insure the lives of any of the directors or servants or agents of the company.

26. To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the company, or which the company shall consider to be in the nature or preliminary expenses including therein the cost of advertising, commissions for underwriting, brokerage, printing and stationery.

27. To aid financially or otherwise, any association or body having for an object the promotion of trade or industry.

28. To apply for, promote, and obtain any statute, ordinance, order, regulation or other authorization or enactment which may seem calculated directly or indirectly to benefit the company and to oppose any proceedings or application which may seem calculated directly or indirectly to prejudice the company's interest.

29. To sell or dispose of the undertakings, property and assets of the company or any part thereof in such manner and for such consideration as the company may think fit, and in particular for shares fully or partly paid up, debentures, debenture stock or securities of any other company, whether promoted by this company for the purpose or not.

30. To undertake and execute gratuitously or otherwise any trusts the undertaking whereof may seem desirable, and also to undertake the office of receiver, and to keep for any company, government authority or body, any register relating to any stock, funds, shares or securities or to undertake any duties in relation to the registration of transfers, the issue of certificates or otherwise.

31. To procure the company to be incorporated, registered or recognized in any overseas country of place, and to exercise any of the objects or powers aforesaid in any part of the world.

32. To do all or any of the matters hereby authorized in any part of the world either alone or in conjunction with, or as factors, trustees or agents for, any other companies or persons, or by or through any factors, trustees or agents.

33. To guarantee and give bonds, guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or company; to secure or undertake in any way the repayment of money lent or advanced to or to be lent or advanced to or liabilities

incurred to or to be incurred by any person or company; or increased, with or without any preference, priority or special privilege, or subject to any postponement of rights, or to any conditions, or restrictions; and so that, unless the conditions of issue shall otherwise expressly declare, every issue of shares, whether declares to be preference or otherwise, shall be subject to the power hereinbefore contained.

We the several persons whose names and addresses are subscribed are desirous of being formed into a company in pursuance of this Articles of Incorporation and we respectfully agree to take the number of shares in the capital of the company set opposite our respective names.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 3,000 shares, each share having a par value of \$1.00.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the board of directors of this corporation at any regular or special meeting.

NAMES, ADDRESSES & DESCRIPTION
OF SUBSCRIBERS

NUMBER OF SHARES TAKEN
BY EACH SUBSCRIBER

Doris A. Lewis
1401 West Avenue A
Belle Glade, Florida 33430

1,000

Laura A.Rimes
133 SW 16th St.
Belle Glade, Florida 33430

1,000

Lisa A. Barton
1401 West Avenue A
Belle Glade, Florida 33430

1,000

IN WITNESS WHEREOF, the Parties hereto have hereunder set their hands and seals the day and year first above written. In the presence of:

Shirley A. Vickery
Witness

Doris A. Lewis
Doris A. Lewis

Nelora C. Cumpton
Witness


STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgements, personally appeared, DORIS A. LEWIS, to me known to be the person described in and who executed the foregoing Articles of Incorporation and who acknowledged before me that she executed the same for the uses and purpose therein stated.

WITNESS my hand and official seal in the County and State aforesaid, this 20 day of July, 1999.

Shirley A. Vickery
Notary Public
Shirley A. Vickery
MY COMMISSION # CC564915 EXPIRES
July 2, 2000
BONDED THRU TROY FAIR INSURANCE, INC.



Shirley A. Vickery
Witness

Laura A. Rimes
Laura A. Rimes


Nebraska Cumpton
Witness

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgements, personally appeared, LAURA A. RIMES, to me known to be the person described in and who executed the foregoing Articles of Incorporation and who acknowledged before me that she executed the same for the uses and purpose therein stated.

WITNESS my hand and official seal in the County and State aforesaid, this 30 day of July, 1999.

Shirley A. Vickery
Notary Public
 Shirley A. Vickery
MY COMMISSION # GC564915 EXPIRES
July 2, 2000
BONDED THRU TROY FARM INSURANCE, INC.

Shirley A. Vickery
Witness

Lisa A. Barton
Lisa A. Barton


Delia Ann Compton
Witness

STATE OF FLORIDA

COUNTY OF PALM BEACH

I **HEREBY CERTIFY** that on this day, before me, an officer duly authorized to take acknowledgements, personally appeared, LISA A. BARTON, to me known to be the person described in and who executed the foregoing Articles of Incorporation and who acknowledged before me that she executed the same for the uses and purpose therein stated.

WITNESS my hand and official seal in the County and State aforesaid, this 20 day of July, 1999.

Shirley A. Vickery
Notary Public
 Shirley A. Vickery
MY COMMISSION # 00564915 EXPIRES
July 2, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

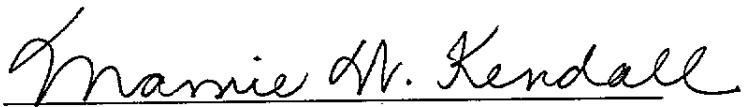
CERTIFICATE DESIGNATING PLACE OF BUSINESS DOMICILE FOR THE SERVICE PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First that Rimes, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Belle Glade, County of Palm Beach, State of Florida, has named MAMIE WASHINGTON KENDALL, ESQUIRE, located at 141 S. Main Street, Suite 211, Belle Glade, County of Palm Beach, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (Must be signed by designated agent)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Mamie Washington Kendall
(Resident Agent)

99 JUL 26 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED