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September 30, 1999

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of EQUIPMENT REMARKETING SERVICES, CO.

Also find enclosed a check made payable to the Secretary of State in the amount of $122.50 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as EQUIPMENT REMARKETING SERVICES, CO., is appreciated.

Respectfully,

Deborah B. Lester

Deborah B. Lester
Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EQUIPMENT REMARKETING SERVICES, CO.

ARTICLE ONE

The name of the corporation is Equipment Remarketing Services, Co.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) at the par value of One Dollar ($1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shared consideration of the value of One Thousand Dollars ($1,000.00) consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 5327 Commercial Way, Suite A101, Spring Hill, Florida 34606, and the name of its initial registered agent at such address is Todd W. Vraspir.

ARTICLE SEVEN

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE EIGHT

The number of directors constituting the initial board of directors is one, and the name and address of each person who is to serve as director until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Deborah B. Lester   President/Treasurer/Secretary
P.O. Box 6464, Spring Hill, Florida 34606

ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE TEN

The name and address of each incorporator is:

Deborah B. Lester P.O. Box 6464, Spring Hill, Florida 34611

ARTICLE ELEVEN

The name and address of each subscriber and number of shares of stock each agrees to take is as follows:

Name	Address	# of Shares
Deborah B. Lester	P.O. Box 6464 Spring Hill, Fl. 34611	10

ARTICLE TWELVE

The principal office of the corporation shall be located at P.O. Box 6464, Spring Hill, FL 34611.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30th day of Sept., 1999.

Signed, sealed and delivered in the presence of:

Deborah B. Lester
Seal

STATE OF FLORIDA
COUNTY OF HERNANDO

I hereby certify that on this day before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared **Deborah B. Lester** to me known to be the person described in or ~~produced~~ Personally Known as identification and who executed the foregoing instrument and s/he acknowledged before me that s/he executed the same.

Witness my hand and official seal in the County and State last aforesaid this 30 day of Sept., A.D. 1999.

Mary K. Mallory
Notary Public, State of Florida
Commission No. CC 686914
My Commission Exp. 10/21/2001
1-800-3-NOTARY Fla. Notary Service & Bonding Co.

Notary Public

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.325, 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 : **EQUIPMENT REMARKETING SERVICES, CO.**

2. The name and address of the registered agent and office is: TODD W. VRASPIR,
5327 Commercial Way, Suite A101
Spring Hill, Florida 34606.

Signature: Todd W.V.

Title: Registered Agent

Date: 9/30/99

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325 Florida Statutes.

Signature: Todd W.V.

Date: 9/30/99