

CSC
THE UNITED STATES
CORPORATION
COMPANY

98000006685

ACCOUNT NO. : 072100000032

REFERENCE : 048922 4308420

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : December 1, 1998

ORDER TIME : 9:47 AM

ORDER NO. : 048922-020

CUSTOMER NO: 4308420

100002707191--8

CUSTOMER: David Hinnant, Legal Asst
Snell & Wilmer
One Arizona Center
400 E. Van Buren, 10th Floor
Phoenix, AZ 85004-0001

FOREIGN FILINGS

NAME: RENTAL SERVICE CORPORATION
USA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

12/9
FILED
98 DEC -9 AM 11:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA
DIVISION OF CORPORATION
98 DEC -9 AM 10:45

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. RENTAL SERVICE CORPORATION USA, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Arizona
(State or country under the law of which it is incorporated)
3. 86-0933835
(FEI number, if applicable)
4. October 30, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. c/o Legal Department, Suite 200, 6929 E. Greenway Parkway
Scottsdale, AZ 85254
(Current mailing address)
To own and operate equipment rental facilities. To engage in any activity for which corporations may be organized.
8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
By: Mary Jo Kenny, Asst. V.P.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Rosemary Strunk
Secretary

14. _____
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

RENTAL SERVICE CORPORATION USA, INC.

List of Officers

Name: Robert M. Wilson **Title:** President
Bus. Addr.: 6929 E. Greenway Parkway, #200, Scottsdale, AZ 85254

Name: Doug Bonnette **Title:** Treasurer, Asst. Secretary
Bus. Addr.: 6929 E. Greenway Parkway, #200, Scottsdale, AZ 85254

Name: Rosemary Strunk **Title:** Secretary
Bus. Addr.: 6929 E. Greenway Parkway, #200, Scottsdale, AZ 85254

Name: Mark P. Padwe **Title:** Assistant Secretary
Bus. Addr.: 6929 E. Greenway Parkway, #200, Scottsdale, AZ 85254

Name: Gregory D. Park **Title:** Asst. Secretary, Asst. Treas.
Bus. Addr.: 6929 E. Greenway Parkway, #200, Scottsdale, AZ 85254

List of Directors

Name: Robert M. Wilson **Term:** Oct 30, 1999
Bus. Addr.: 6929 E. Greenway Parkway, #200, Scottsdale, AZ 85254

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

To all to whom these presents shall come, greeting:

I, Jack Rose, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****RENTAL SERVICE CORPORATION USA, INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on October 30, 1998.

I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 16th day of November, 1998, A. D.



Jack Rose
Executive Secretary

BY: *Mary Haley-Castelo*