

TOTAL P. 02

M97000000128

MEMORANDUM

December 10, 1996

TO: Dave Goose

FROM: Stacy McMillen

RE: FLORIDA QUALIFICATION OF NATIONAL EQUIPMENT SALES COMPANY LLC
("NESCO")

100002027351-1
-12/12/96--01065--006
****140.00 ****140.00

Please forward to me for Wednesday afternoon delivery a check in the amount of One Hundred and Forty Dollars (\$140.00) made payable to Florida Department of State for the foreign qualification of NESCO with the State of Florida.

I will forward the application and check to the Secretary of State for Thursday morning delivery. The qualification process takes approximately one (1) week.

Thank you.

97 MAR 14 PM 12:58

FLORIDA STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Name Availability	
Document Examiner	DCC
Undated	DCC
Undated Verifier	DCC
Acknowledgement	DCC
Undated Verifier	DCC

Stacy
Here you are
Thanks
Dave
B/K
3/14/97

496000026596



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 18, 1996

STACY MCMILLON
621 NW 53 STREET, SUITE 320
BOCA RATON, FL 33487

SUBJECT: NATIONAL EQUIPMENT SALES COMPANY LLC
Ref. Number: W96000026596

97 MAR 11 PM 12:58
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

We have received your document for NATIONAL EQUIPMENT SALES COMPANY LLC and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please indicate whether the individuals you have listed in section 8 of the application are managing members (mgrm) or managers (mgr).

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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 (904) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 596A00056426

FLORIDA FILING - PAUL
 Requestor's Name

 Address

668-4318
 City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. NATIONAL EQUIPMENT SALES COMPANY LLC
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

SECRET
 DIVISION
 97 MAR 14 PM 12:58

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

97 MAR 14 PM 11:03

Examiner's Initials	
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. NATIONAL EQUIPMENT SALES COMPANY LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)

3. _____
(FEI number, if applicable)

4. 10-4-96
(Date of Organization)

5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")

6. UPON FILING OF THIS CERTIFICATE
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 15 East North Street
Dover, Delaware 19901
(Street address of principal office)

8. List and indicate in title space provided the name, title, and business address of each managing member[MGRM] or manager[MGR]. It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>DAVID GOOSE</u>	<u>MGRM</u>	<u>621 NW 53rd Street</u>	
		<u>Ste. 320</u>	
		<u>Boca Raton, FL 32487</u>	
<u>Gary Shapiro</u>	<u>Member</u>	<u>621 NW 53rd Street</u>	
		<u>Ste. 320</u>	
		<u>Boca Raton, FL 32487</u>	

Filing Fee: \$ 52.50 for Application

97 APR 11 PM 12:58
STATE OF FLORIDA
SECRETARY OF STATE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, 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 limited liability company is: NATIONAL EQUIPMENT SALES COMPANY, LLC

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

STACY MC MILLEN

(Name)

NATIONAL FINANCIAL COMPANIES, ONE PARK PLACE STE. 320

(P.O. Box or Mail Drop Box NOT acceptable)

621 NW 53rd Street, Boca Raton, FL 33487

(City/State/Zip)

STATE OF FLORIDA
DIVISION OF CORPORATIONS
97 MAR 14 PM 12:58

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

x Stacy McMillen
(Signature)

x 3-11-97
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

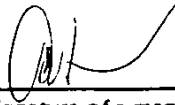
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____

NATIONAL EQUIPMENT SALES COMPANY, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100,00.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ None . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 100,000.00 . This total includes amounts from 2 and 3 above.

xx



Gary Shapiro-Member

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

97 MAR 14 PM 12: 59
SECRET
DIVISION OF
STATE

Filing Fee: \$ 52.50 for Affidavit

State of Delaware
Office of the Secretary of State

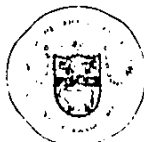
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL EQUIPMENT SALES COMPANY LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF MARCH, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NATIONAL EQUIPMENT SALES COMPANY LLC" WAS FORMED ON THE NINTH DAY OF OCTOBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

RECEIVED
97 MAR 16 PM 12:59



Edward J. Freel

Edward J. Freel, Secretary of State

2671999 8300

971078432

AUTHENTICATION

DATE

8366943

03-11-97