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ADMITTED TO PRACTICE IN  
FLORIDA AND MASSACHUSETTES

May 26, 2000

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

700003271107--2  
-05/31/00--01005--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Filing ARTICLES OF INCORPORATION FOR:  
PORT EQUIPMENT, INC., as signed this 26th day of May, 2000

To Whom It May Concern:

Enclosed please find the signed ARTICLES OF INCORPORATION of  
PORT EQUIPMENT, INC., as signed this date and subscribed before a  
Notary Public together with my check for \$78.75 for all costs. I  
believe this also includes a certified copy of the articles. If  
it doesn't file the Articles in any event.

If you have any questions on the enclosed kindly give me  
a phone call.

Thank you for your assistance in this matter.

Sincerely yours

*William C. Conway*  
William C. Conway, Attorney  
for Port Equipment, Inc.

FILED  
00 MAY 30 PM 12:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. BROWN JUN - 8 2000

ARTICLES OF INCORPORATION  
OF

PORT EQUIPMENT, INC.

FILED  
00 MAY 30 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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I, the undersigned, hereby act for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of the Corporation shall be PORT EQUIPMENT, INC.

ARTICLE II.

The general nature of the business to be transacted by this Corporation is to engage in every aspect and phase of business under the laws of the United States and the State of Florida.

ARTICLE III.  
CAPITAL STOCK

The maximum shares of stock that this Corporation is authorized to have outstanding at any one time is SIXTY (60) SHARES of common stock with no par value.

ARTICLE IV.  
INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V.  
TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI.  
PRINCIPAL OFFICE AND REGISTERED OFFICE AND AGENT

The street address of the principal and initial registered office of this Corporation are the same, it is

2611 N.E. 40th Street  
Fort Lauderdale, FL 33308

and the initial registered agent of this Corporation at that address is DANA CONWAY.

ARTICLE VII.  
INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially.  
The number of Directors may be increased or diminished from  
time to time by the By-Laws but shall never be less than ONE  
(1). The name and address of the initial Director of this

Corporation is DANA CONWAY  
2611 N.E. 40th Street  
Fort Lauderdale, FL 33308

ARTICLE VIII.  
SUBSCRIBER

The name and post office address of the subscriber of  
these Articles of Incorporation, the number of shares of stock  
she agrees to take and the value of the consideration therefore are:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
DANA CONWAY 2611 N.E. 40th Street Fort Lauderdale, FL 33308	10	\$500.00

ARTICLE IX.  
AMENDMENT

These Articles of Incorporation may be amended in the  
manner 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 entitled to vote thereon, unless all the Directors and  
all the stockholders sign a written statement manifesting their  
intention that a certain amendment of these Articles of Incorporation be made.

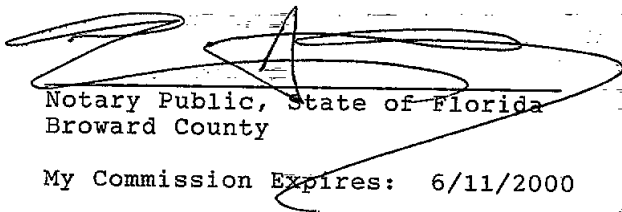
ARTICLE X.  
INDEMNIFICATION

The Corporation shall indemnify any Officer or  
Director, or any former Officer or Director, to the full extent  
permitted by law.

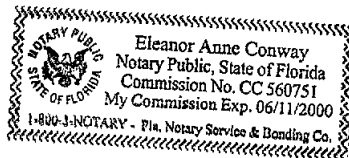
IN WITNESS WHEREOF, the undersigned has executed  
these Articles of Incorporation this 26th day of May, 2000.

  
DANA CONWAY

SWORN TO AND SUBSCRIBED  
before me this 26 day of  
May, 2000

  
Notary Public, State of Florida  
Broward County

My Commission Expires: 6/11/2000



ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STARTED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE OF  
THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES  
TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE  
COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 26th DAY OF MAY, 2000.

By: \_\_\_\_\_

  
DANA CONWAY

FILED  
00 MAY 30 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA