

UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue
Tallahassee, Florida 32301

HOLD

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	<u>UNCSSET SI</u>	_	November 20, 2000	
		CORPORATION NAME (S) AND DO	CUMENT NUMBER (S):	
Mobile Fluid Power Services, Inc.				
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_/	Ellin Elli	010170	200 8 1	
	Filing Evidence □ Plain/Confirmation Copy	T T T T T T T T T T	<u>Cument</u>	
		2 Certificate of	Status Francisco	
	□ Certified Copy	□ Certificate of	f Status F. Good Standing F.	
		□ Articles Only	, Capti	
		□ All Charter I	Documents to Include	
	Retrieval Request	Articles & A		
	□ Photocopy	□ Fictitious Na	me Certificate	
	□ Certified Copy	□ Other ₄⊓u	00034699948 -11/20/0001043006 *****78.75 *****78.75	
	NEW FILINGS	AMENDMENTS		
X	Profit	Amendment		
	Non Profit	Resignation of RA Officer/Director		
	Limited Liability	Change of Registered Agent		
	Domestication	Dissolution/Withdrawal	ŗ-	
	Other	Merger		
	OTHER FILINGS	REGISTRATION/QUALIFICATION	N 20	
	Annual Reports	Foreign		
	Fictitious Name	Limited Liability	RECEIVED OO NOV 20 M ID: 22 SON OF CONTRACT INSERTINGS LLAMASSEE FROMATIONS	
	Name Reservation	Reinstatement		
	Reinstatement	Trademark		
		Other		
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ARTICLES OF INCORPORATION

OF

MOBILE FLUID POWER SERVICES, INC.

ALLARASSE OF STATE The undersigned, subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

The name of the corporation shall be MOBILE FLUID POWER SERVICES, INC.

ARTICLE II TERM OF EXISTENCE

The duration of the corporation is perpetual.

ARTICLE III NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

- 1. To engage in the business of the repair and servicing of mobile hydraulic devices and related services and compenent sales.
- 2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

<u>ARTICLE IV</u> CAPITAL STOCK

The aggergate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class and shall have a par value of \$5.00.

ARTICLE V SUBCHAPTER "S" QUALIFICATION

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 10 persons. Stock shall be issued and transferrable only to natural persons who are not non-resident aliens.

ARTICLE VI ADDRESS

The street address of the initial registered office and the principal address of the corporation is 501 116th Ave. North, Apt. 241, St. Petersburg, FL 33716 and the initial registered agent is William B. Warren.

ARTICLE VII DIRECTOR

The number of directors constituting the initial Board of Directors of the corporation is one (1).

The names and addresses of the persons who are to serve as members of the initial Board of Directors is:

Name

Address

William B. Warren

501 116th Ave. North, Apt. 241 St. Petersburg, Fl 33716

ARTICLE VIII INCORPORATORS

The name and address of the incorporators are:

Name

---- Address

William B. Warren

501 116th Ave. North, Apt. 241 St. Petersburg, Fl 33716

ARTICLE IX PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

- 1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof, or
- 2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE X DIRECTORS INSURANCE AGAINST PROFESSIONAL LIABILITY

The corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint ventrue, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the corporation would have authority to indemnify him or her against such liability under the provisions of these articles or under law.

ARTICLE XI STOCK TRANSFERS CORPORATION'S RIGHT OF FIRST REFUSAL

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for

a period of 30 days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit.

On the death of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder on the terms set forth above, and this provision shall be binding on the executor, administrator or personal representative of each shareholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend; "THESE SHARES ARE HELD SUBJECT TO CERTAIN TRANSFER RESTRICTIONS IMPOSED BY THE ARTICLES OF INCORPORATION OF THE CORPORATION. A COPY OF SUCH ARTICLES IS ON FILE AT THE PRINCIPAL OFFICE OF THE CORPORATION."

EXECUTED by the undersigned at St. November , 2000.	Petersburg, Florida on thisday of
4	Jellan & Warren
STATE OF FLORIDA	The state of the s
COUNTY OF PINELLAS	
duly authorized to administer oaths and take ac me well known to be the person described in an and he acknowleged before me that he executed purposes therein expressed and who has been in identification: FLORIDA DRIVER	If the same freely and voluntarily for the lentified to me by the following form of
WITNESS my hand and official seal at Sof November, 2000.	St. Petersburg, Florida on this 17 th day
	ton
\overline{Nc}	otary Public



My Commission Expires:



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

Pursuant to Chaper 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That MOBILE FLUID HYDRAULIC POWER SERVICES, 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 St. Petersburg, County of Pinellas, State of Florida, has named William B. Warren, 501 116th Ave. North, Apt. 241, St. Petersburg FL 33716, as its agent to accept service of process within this state.

ACKNOWLEGEMENT

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

William B. Warren, Registered Agent

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SECRETARY OF STATE
ALL AHASSEF, FLORIDA