

PD1000011336

TRANSMITTAL LETTER

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

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-01/29/01--01097-019
*****78.75 *****78.75

SUBJECT: Brown Tractor Rentals, Inc.
(Proposed corporate name - must include suffix)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JAN 29 AM 10:09

FILED

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: John D. Heffling, Esq.
Name (Printed or typed)

501 South Flagler Drive #305
Address

West Palm Beach, FL, 33401
City, State & Zip

561-832-5070
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BROWN TRACTOR RENTALS, INC.**

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I
CORPORATE NAME AND PRINCIPAL OFFICE**

The name and mailing address of this Corporation is: Brown Tractor Rentals, Inc., 501 South Flagler Drive, Suite 305, West Palm Beach, Florida 33401.

**ARTICLE II
TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing on the filing of these Articles.

**ARTICLE III
PURPOSE**

The general purposes for which the Corporation is organized are the following:

- a. To engage in and transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- b. To do such other things as are incidental to the purpose of Corporations or necessary or desirable in order to accomplish them.

- c. To engage in the operation of a business dedicated to rental of tractors and related supplies and to carry on any business necessary or incidental to the accomplishment or furtherance of the purpose or object of this Corporation.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) Shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 501 South Flagler Drive, Suite 305, West Palm Beach, FL 33401. The name of its initial registered agent at that address is John D. Heffling.

ARTICLE VI

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors for this Corporation is three (3). The number of directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one (1). The name and address of each initial director of the Corporation is as follows:

W. Steven Braswell

501 South Flagler Drive
Suite 305
West Palm Beach, FL 33401

David Braswell

501 South Flagler Drive
Suite 305
West Palm Beach, FL 33401

John D. Heffling

501 South Flagler Drive
Suite 305
West Palm Beach, FL 33401

ARTICLE VII

INCORPORATORS

The name and address of the person signing these Articles of Incorporation as the incorporator is: John D. Heffling, Esq., 501 South Flagler Drive, Suite 305, West Palm Beach, FL 33401.

ARTICLE VIII

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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE IX

INDEMNIFICATION

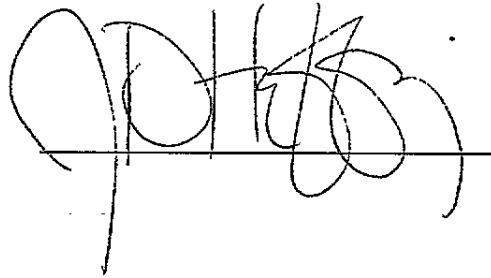
The Corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

ARTICLE X

BY-LAWS

The power to adopt, alter, amend and repeal the by-laws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the by-laws must be approved by a majority of the shareholders.

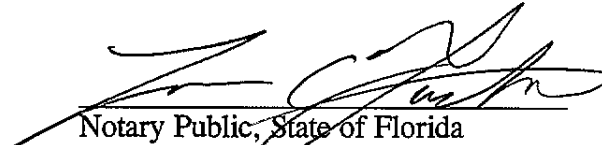
IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 23rd day of January 2001.



STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public, personally appeared JOHN D. HEFFLING, to me known to be the person described as incorporator or who has provided his Florida drivers license as proof of identification, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 23rd day of January 2001.



Notary Public, State of Florida
My commission expires:



Lance C. Fuchs
MY COMMISSION # CC938076 EXPIRES
July 23, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

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


PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: Brown Tractor Rentals, Inc.
2. The name and address of the registered agent and office is:

John D. Heffling
501 South Flagler Drive
Suite 305
West Palm Beach, Florida 33401

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TALLAHASSEE, FLORIDA

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



JOHN D. HEFFLING

1-23-01
Date