

**P010000027915**  
**FILED**

**CAPPELLER & BENNETT**  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
ATTORNEYS AT LAW

01 MAR 14 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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Suite 303  
Boca Raton, Florida 33432

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March 9, 2001

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

600003852446--2  
-03/14/01-01052-010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**Re: Filing Articles of Incorporation for Premier Equipment Distributors, Inc.**

Dear Division:

Enclosed for filing please find Articles of Incorporation for the above referenced corporation. Also enclosed please find my firm's trust account check in the amount of \$78.75, the required filing fee.

Please forward the copy to my office and if further information is needed please do not hesitate to contact me.

Very truly yours,

**JOHN M. CAPPELLER, JR., P.A.**

  
John M. Cappeller, Jr.

JMC/gj  
Enclosures

*Done 3/19/01  
3v*

**ARTICLES OF INCORPORATION  
OF  
PREMIER EQUIPMENT DISTRIBUTORS, INC.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the Corporation ("Corporation") is Premier Equipment Distributors, Inc.

**ARTICLE II**

The existence of the Corporation shall begin on the filing of these Articles.

**ARTICLE III**

The street address of the principal office of the Corporation is 1339 SW 44th Terrace, Deerfield Beach, Florida 33442.

**ARTICLE IV**

The maximum number of shares this Corporation is authorized to issue is One Thousand (1,000), par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V**

The initial street address of the Corporation's registered office is 1339 SW 44th Terrace, Deerfield Beach, Florida 33442. The initial registered agent for the Corporation at that address is Raymond DePerro.

**ARTICLE VI**

The initial board of directors shall consist of one (1) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Raymond DePerro	1339 SW 44th Terrace Deerfield Beach, Florida 33442

## ARTICLE VII

The name and address of the person signing these Articles of Incorporation is:

Raymond DePerro      1339 SW 44th Terrace  
Deerfield Beach, Florida 33442

## ARTICLE VIII

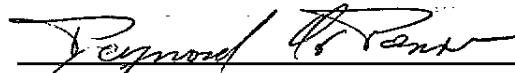
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on the 7th day of March, 2001.

  
Raymond DePerro

## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Premier Equipment Distributors, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
Raymond DePerro

Date: 3-7-01