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FILED
01 SEP 26 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 21, 2001

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

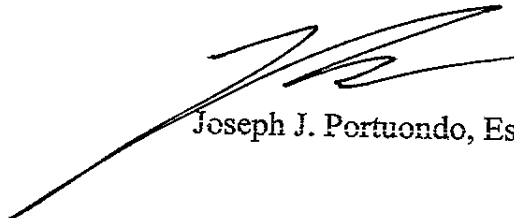
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*****78.75 *****78.75

Re: **Peninsula Heavy Equipment, Inc. /Filing of Articles**
Our File No. 8187.5

Dear Sir,

Enclosed herein please our Articles of Incorporation for Peninsula Heavy Equipment, Inc. along with our check in the amount of \$78.75 representing the filing fee, the registered agent designation fee, and the certified copy fee. Please return the certified copy of the Articles to me at the above address.

Sincerely,



Joseph J. Portuondo, Esq.

Enclosures

cc: Mr. Steve Suarez

D. BROWN OCT - 1 2001

**ARTICLES OF INCORPORATION
OF
PENINSULA HEAVY EQUIPMENT, INC.**

(A Florida For Profit Corporation)

The undersigned, for the purpose of forming a for-profit corporation under the Florida General Corporation Act, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation is Peninsula Heavy Equipment, Inc.

**ARTICLE II
ADDRESS**

The principal office and mailing address of this corporation is:

Peninsula Heavy Equipment, Inc.
Colonial Bank Centre
Suite 1480
1200 Brickell Avenue
Miami, Florida 33131

**ARTICLE III
PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

**ARTICLE IV
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE V
CAPITAL STOCK**

This corporation is authorized to issue 7,500 shares of one and no/100 dollar (\$1.00) par value common stock.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation, and the name of the registered agent of this corporation is:

Joseph J. Portuondo, Esq.
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

ARTICLE VIII
BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of directors may be increased or diminished from time to time as prescribed by the by-laws, but shall never be less than one. The directors of this corporation are:

Steve Suarez.
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

Alfredo R. Brizuela
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

Jean Lesly Duret
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

Dorman Henry
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

ARTICLE IX
OFFICERS

The corporation shall have a President, a Vice-President, a Secretary, and a Treasurer and may have additional and assistant officers including, without limitation thereto, one or more Vice-Presidents, Assistant Secretaries, and Assistant Treasurers. A person may hold more than one office at one time. Such officers shall be elected by the Board of Directors. The Board may remove any or all of the officers from office, with or without cause, and at such time as the Board may determine. The names and addresses and positions of the persons who serve as the initial officers of the Corporation are as follows:

President

Steve Suarez.
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

Vice-President

Alfredo R. Brizuela
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

Secretary

Jean Lesly Duret
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

Treasurer

Dorman Henry
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

ARTICLE X
INCORPORATOR

The name and address of the person signing these articles is:

Joseph J. Portuondo, Esq.
1200 Brickell Avenue, Suite 1480
Miami, Florida 33131

ARTICLE XI
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

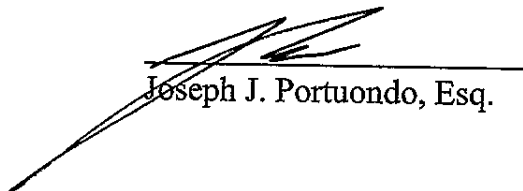
ARTICLE XII
BY-LAWS

The Bylaws may be repealed or amended, and new Bylaws may be adopted, by either the Board of Directors or the Stockholders, but the Board of Directors may not amend or repeal any Bylaw adopted by Stockholders if the Stockholders specifically provide such Bylaw is not subject to amendment or repeal by the Directors.

ARTICLE XIII
AMENDMENT OF THE ARTICLES OF INCORPORATION

These articles may be amended, altered, modified or revoked only upon the vote of the majority of the shareholders.

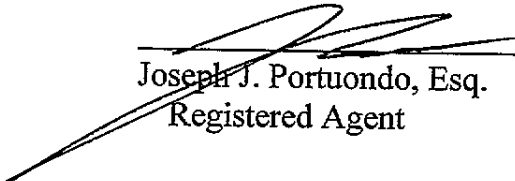
IN WITNESS WHEREOF, I have subscribed my name this 21st day of September, 2001.



Joseph J. Portuondo, Esq.

Acceptance by Registered Agent

Having been named to accept service of process of the above-styled corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.



Joseph J. Portuondo, Esq.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA