

P03000043979

Florida Department of State

Division of Corporations

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BASIC AMENDMENT

USA RENTAL SUPPLY, INC.

Certificate of Status	0
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Page Count	06
Estimated Charge	\$43.75

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DIVISION OF CORPORATIONS

Amendment
07-25-03



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 24, 2003

USA RENTAL SUPPLY, INC.
817 SW 8 STREET
MIAMI, FL 33130

SUBJECT: USA RENTAL SUPPLY, INC.
REF: P03000043979

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 23, 2003

USA RENTAL SUPPLY, INC.
817 SW 8 STREET
MIAMI, FL 33130

SUBJECT: USA RENTAL SUPPLY, INC.
REF: P03000043979

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

OR The amendment must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers if adopted by the SHAREHOLDERS.

Please return your document, along with a copy of this letter, within 60

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
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2003 APR 25 PM 3:12

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**AMENDED
ARTICLES OF INCORPORATION
of
USA Rental Supply, Inc.**

The undersigned, after a majority vote of all of the shareholders, the number of votes cast being sufficient for approval, files this approved Amended Articles of Incorporation, which are hereby adopted.

ARTICLE I. NAME

The name of the corporation is: USA Rental Supply, Inc.

ARTICLE II. DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is One Thousand (1,000), all of which shall be common shares with a par value of One Dollar (\$1.00).

ARTICLE V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds,

This document prepared by: Ramiro A. Arcees, Esq.
782 NW 42nd Avenue, Ste. 440
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(305) 447-4883

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shall have the right to purchase his/her pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. THE PRINCIPAL PLACE OF BUSINESS

The business address of the corporation is:

817 SW 8th Street
Miami, Florida 33130

ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have one director who shall serve until their successor(s), if any, are selected at the shareholders' annual meeting. If and when so permanently constituted, the number of directors of this corporation may be increased or decreased from time to time in the by-laws but shall never be less than one. The name and address of the current Director of this corporation is:

Rodolfo Guerra
817 SW 8th Street
Miami, Florida 33130

ARTICLE VIII. OFFICERS

The name and address of the officers of this corporation is:

President
Secretary/Treasurer

Rodolfo Guerra
817 SW 8th Street
Miami, Florida 33130

ARTICLE IX. INCORPORATOR

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

Rodolfo Guerra
817 SW 8th Street
Miami, Florida 33130

ARTICLE X. REGISTERED AGENT

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

Rodolfo Guerra
817 SW 8th Street
Miami, Florida 33130

ARTICLE XI. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders of this corporation.

ARTICLE XII. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially at the first organizational meeting. Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless first offered to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all the shareholders of this corporation.

ARTICLE XIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporation powers shall be exercised by, or under the authority of the shareholders. Additionally, the business affairs of this corporation shall be managed under the direction of the shareholders.

ARTICLE XIV. MEETING BY CONFERENCE TELEPHONE

Shareholders, officers and directors of the corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

ARTICLE XV. INDEMNIFICATION

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

ARTICLE XVI. AMENDMENT

Amendments to these Articles of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Amended Articles of Incorporation this 21st day of April, 2003.



RODOLFO GUERRA
Incorporator/Director/President

TOTAL P.07

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ACCEPTANCE OF REGISTERED AGENT

In pursuance of Chapter 807.34 Florida Statutes, the following is submitted in compliance with said Act:


That USA Rental Supply, 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 Miami, Dade County, Florida, has named

Rodolfo Guerra
817 SW 8th Street
Miami, Florida 33130

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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 provision of said Act relative to keeping open said office.



RODOLFO GUERRA
REGISTERED AGENT

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