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JUDITH KENNEY & ASSOCIATES, P.A.

Law Offices

777 Brickell Avenue, Suite 1070 Miami, Florida 33131

Telephone (305) 373-7888 Facsimile (305) 373-3739

e-mail jkenney@jkaplaw.com

January 6, 2005

VIA UPS OVERNIGHT

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: PREMIER RENTALS & MANAGEMENT, INC.

Dear Sir/Madam:

Enclosed for filing please find two copies of the Articles of Incorporation for the above-captioned corporation together with our check in the amount of \$70.00.

Sincerely,

Judith Kenney

Enclosures

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RECEIVED
05 JAN -5 AM 8 52
TALLAHASSEE, FLORIDA

W-1126



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 7, 2005

JUDITH KENNEY
777 BRICKELL AVE, STE 1070
MIAMI, FL 33131

SUBJECT: PREMIER RENTALS & MANAGEMENT, INC.
Ref. Number: W05000001126

We have received your document for PREMIER RENTALS & MANAGEMENT, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register
Document Specialist Supervisor
New Filings Section

Letter Number: 305A00001441

ARTICLES OF INCORPORATION
OF

PREMIER RENTALS & MANAGEMENT, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 JAN 12 PM 3:29

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

PREMIER RENTALS & MANAGEMENT, INC.

(hereinafter the "Corporation").

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$.01 per share.

ARTICLE V

The street address of the Corporation's initial registered office and the Corporation's initial registered agent at that address shall be:

Judith Kenney
777 Brickell Avenue, Suite 1070
Miami, Florida 33131

ARTICLE VI

The Corporation shall have two directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Ed Pascoe
253 S.W. 22nd Avenue
Miami, Florida 33135

Allan Medici
253 S.W. 22nd Avenue
Miami, Florida 33135

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the Corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the Corporation
is:

Judith Kenney
JUDITH KENNEY & ASSOCIATES, P.A.
777 Brickell Avenue, Suite 1070
Miami, Florida 33131

ARTICLE VIII

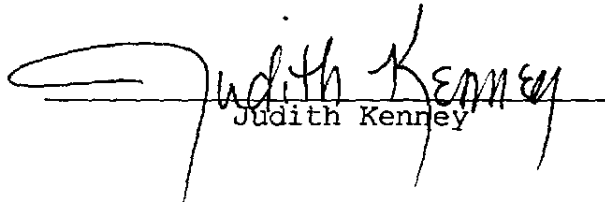
The mailing address of the Corporation's principal office
shall be:

777 Brickell Avenue, Suite 1070
Miami, Florida 33131

ARTICLE IX

This corporation shall indemnify, and shall advance expenses
on behalf of, its officers and directors to the fullest extent not
prohibited by any law in existence either now or hereafter.

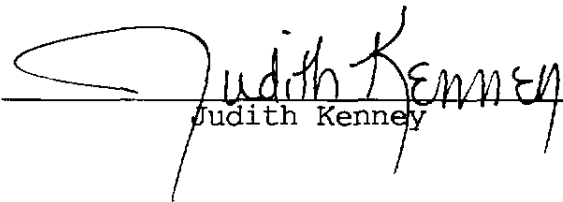
Executed at Miami, Florida this 5th day of January, 2005.


Judith Kenney

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of PREMIER RENTALS & MANAGEMENT, INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this January 5, 2005.


Judith Kenney

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