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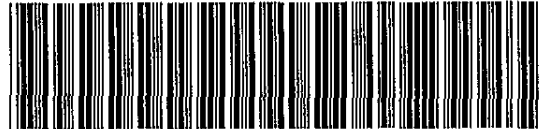
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05 MAR 18 PM 3:02

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STATE OF ALABAMA

03/21

Capitol Services, Inc.

2750 Old St. Augustine Rd., N-145

Tallahassee, FL 32301

(850) 878-4734
Kathi or Brent

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. U.S. Equipment Sourcing, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

☒ Profit

☐ Not for Profit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

U.S. Equipment Sourcing, Inc.

FILED
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DIVISION OF CORPORATIONS

05 MAR 18 PM 3: 02

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I – NAME

The name of this corporation is U.S. Equipment Sourcing, Inc..

ARTICLE II – PRINCIPAL OFFICE AND NATURE OF BUSINESS

The principal place of business and mailing address of the corporation shall be 1140 Mohican Trail, Mulberry, FL 33860.

The purpose of this corporation is to buy and sell used equipment and engage in any other activity or business permitted under the laws of the United States and State of Florida.

ARTICLE III – CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is 1,000 shares of Class A stock at \$1.00 par value per share. Fully-paid stock of this corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time, to the extent of the par value of such shares, and the excess, if any, of consideration received for such shares shall constitute capital surplus.

ARTICLE IV – TERM OF EXISTENCE

The duration of this corporation is perpetual.

ARTICLE V – AMENDMENT

These Articles of incorporation may be amended, altered, changed or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a Shareholders meeting called for that purpose.

ARTICLE VI – SHAREHOLDER RIGHTS

Shareholders of the corporation shall not have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized.

This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the Shareholders of the affected class, and no issuance of stock of the corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the shareholders.

ARTICLE VII – INITIAL OFFICE AND AGENT

The street address of this corporation's initial registered office is 1140 Mohican Trail, Mulberry, FL 33860 and the name of the initial registered agent is Richard D. Pease.

ARTICLE VIII - DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is one (1). The name and address of the person who is to serve as a Director until the first annual meeting of Shareholders, or until their successors are elected and qualify, is:

Name	Address
Richard D. Pease	1140 Mohican Trail Mulberry, FL 33860

ARTICLE IX – INCORPORATOR

The name and address of the incorporator is:

Name	Address
Richard D. Pease	1140 Mohican Trail Mulberry, FL 33860

ARTICLE X – COMMON DIRECTORS – TRANSACTIONS BETWEEN CORPORATIONS

No contract or other transaction between this corporation and one or more of its Directors and any other corporation, firm, association or entity in which one or more of its directors or any other corporation, firm, association or entity in which one or more of its Directors

are directors or officers or are financially interested, shall either be void or voidable because of such relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because of his or their votes are counted for such purposes if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, ratifies the contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Director; (b) the fact of such relationship or interest is disclosed or known to the Shareholders entitles to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract is fair and reasonable to the corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies such contract or transaction.

ARTICLE XI – BYLAWS

The Bylaws of the corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of directors or by the affirmative vote of a majority of Shareholders at any meeting thereof.

ARTICLE XII – MISCELLANEOUS

Other lawful provisions, if any, concerning the stock of this corporation, or for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or its Directors or shareholders, or any class of Shareholders: None

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of March, 2005.



Richard D. Pease

STATE OF FLORIDA

COUNTY OF Polk

On this 16th day of MARCH, 2005 before me, the undersigned, a notary public in and for the said County and State, personally appeared Richard D. Pease known to me to be the person whose name is subscribed to the within instrument and acknowledge that he/she executed the same.



Janet L. Albritton
My Commission DD329241
Expires July 09, 2008

Janet L. Albritton
Notary Public, State of
Florida at Large

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, 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:

U.S. Equipment Sourcing, Inc.

2. The name and address of the registered agent and office is:

Richard D. Pease
1140 Mohican Trail
Mulberry, FL 33860

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 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.

Signature Richard D. Pease

Date 3/16/05

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