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PLEASE REPLY TO:

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PA5000037743

May 1, 1995

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

RE: INTERNATIONAL LAND HOLDINGS, INC.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the above-named corporation, (original and one copy) along with a check in the total amount of \$70.00 for filing (certified copy not required). Please return the file-stamped copy of the Articles at your earliest convenience.

Thank you.

Sincerely,

AMATO, ANDERSON, NICKEL & WEBER

Gudrun M. Nickel

GMN/hs
Enc.

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MAY 11 AM 9:40
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
INTERNATIONAL LAND HOLDINGS, INC.**

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is **INTERNATIONAL LAND HOLDINGS, INC.** The principal place of business of the corporation is 501 Construction Lane, Lehigh Acres, Florida 33936. The mailing address of the corporation is 501 Construction Lane, Lehigh Acres, Florida 33936.

ARTICLE II - Commencement and Duration

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Stated Capital - Classes of Stock

The corporation is authorized to issue 1000 shares of common stock at \$1.00 par value.

ARTICLE V - Special Provisions

The corporation hereby makes the Subchapter S and IRC 1244 elections.

ARTICLE VI - Stock Ownership

In the event stock is held jointly by more than one person or entity, one owner of that jointly-held stock shall be designated as the owner authorized to cast his or her vote.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall initially be managed under the direction of, the board of directors of corporation. There shall be two (2) initial directors as follows:

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95 MAY 1 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIEGFRIED LORENZ 501 Construction Lane
Lehigh Acres, Florida 33936

KARL M. STERR 501 Construction Lane
Lehigh Acres, Florida 33936

ARTICLE VIII - Officers

The initial officer(s) of the corporation shall be as follows:

KARL M. STERR - President

SIEGFRIED LORENZ - Vice President/Secretary/Treasurer

ARTICLE IX - Indemnification

The corporation shall indemnify any officer or director, or person exercising powers and duties of an officer or director, to the full extent now or hereafter permitted by law.

ARTICLE X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE XI - Pre-emptive Rights

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE XII - Amendment

The Articles of Incorporation may be amended at any time pursuant to the requirements of F.S. 607.177, et seq., at any regular meeting or at a special meeting called for that purpose.

ARTICLE XIII - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

Mr. Siegfried Lorenz 501 Construction Lane
Lehigh Acres, Florida 33936

ARTICLE XIV - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 501 Construction Lane, Lehigh Acres, Florida 33936, and the name of the initial registered agent of the corporation at that address is SIEGFRIED LORENZ.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 8th day of May, 1995.


SIEGFRIED LORENZ

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was subscribed to before me this 8th day of May, 1995, by SIEGFRIED LORENZ, to me personally known (or who produced as identification), who stated under oath that he is the person described in and who executed said instrument for the purposes therein expressed.

My Commission Expires: 6-6-95 Notary Public



Notary Stamp/Seal

Deborah L. Reynolds
Type or Print Notary Name
Notary Number: CC115786

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Siegfried Lorenz

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95 MAY 11 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JOHN CHARLES HEekin
ATTORNEY AT LAW
2102 OLEAN BLVD., SUITE 202
PORT CHARLOTTE, FLORIDA 33908
PHONE (841) 627-0333

October 30, 1996

Secretary of State
Sandra Barringer Mortham
The Capitol
Tallahassee, FL 32399-0810

600002016456--6
-11/27/96--01109--005
*****87.50 *****87.50

Gentlemen:

Enclosed for filing are Articles of Amendment of International Land Holdings, Inc.,
No. P95000037743 to Lehigh-Miniwarehouse, Inc.

Also enclosed is our check for \$87.50 for filing the Amendment of Articles of Incorporation
and receipt of a certified copy of said articles. Please return the certified copy of the Articles
of Amendment to the undersigned at the above address.

Thank you for your time and attention.

Sincerely,

John Charles Heekin

/tc

JH 12/5

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96 NOV 27 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF INTERNATIONAL LAND HOLDINGS, INC.

Pursuant to Section 607.1103 and Section 607.1106, Florida Statutes, International Land Holdings, Inc. herewith adopts these Articles of Amendment, as follows:

1. Name of the corporation. The name of the corporation prior to the adoption of this amendment is International Land Holdings, Inc.
2. Text of amendment adopted. The name of the corporation is herewith changed to Lehigh-Miniwarehouse, Inc.
3. No amendment to shares. This amendment does not provide for the exchange, reclassification or cancellation of any issued shares.
4. Date of adoption. This amendment was duly adopted at a special meeting of shareholders and directors by unanimous consent on October 30, 1996.


IN WITNESS WHEREOF, the corporation has caused these Articles of Amendment to be executed in its name this 7 day of Nov, 1996.


Siegfried Lorenz, Secretary and Director


Karl M. Sterr, President

STATE OF FLORIDA
COUNTY OF LEE

Before me this day personally appeared Karl M. Sterr and Siegfried Lorenz, as all of the directors and officers of International Land Holdings, Inc., and acknowledge before me that they executed the foregoing Articles of Amendment for the purposes therein expressed, and further certify that the amendment was adopted by unanimous consent of the shareholders, this 7th day of November, 1996.


Notary Public - State of Florida
Print Name: PATRICIA A. REGAS

My commission expires:

(AFFIX SEAL)



PATRICIA A REGAS
My Commission CC488137
Expires May, 30, 1999
Bonded by ANB
870-852-8878

**MINUTES OF
SPECIAL MEETING OF
INTERNATIONAL LAND HOLDINGS, INC.**

A special meeting of International Land Holdings, Inc. having been duly called, the same was conducted October 30, 1996 at the corporate office at 501 Construction Lane, Lehigh Acres, Florida 33936. All directors and shareholders were present in person and the following resolutions were unanimously adopted and are now in full force and effect:

RESOLVED, that the shareholders and directors unanimously adopt the change of name of the corporation proposed by the directors. Effective on the date of filing Articles of Amendment, the corporation name shall be Lehigh-Miniwarehouse, Inc. And it was further

RESOLVED, that the Board of Directors and officers of the corporation shall take such steps as are necessary and reasonable to accomplish the foregoing change of name.

There being no further business to come before the meeting, the same was adjourned.

Respectfully submitted,


Siegfried Lorenz, Secretary