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**ARTICLES OF INCORPORATION  
OF  
NEFF & COMPANY, INC.**

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MAY 23 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the Incorporator of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida Business Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

1. The name of the Corporation is **NEFF & COMPANY, INC.**
2. The initial mailing address of the Corporation is:  
11780 U. S. Highway One, Suite 300  
North Palm Beach, FL 33408
3. The Corporation shall have perpetual existence.
4. The general purpose or purposes for which the Corporation is initially organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
5. The aggregate number of shares which the Corporation shall have authority to issue is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00), all of one class.
6. The address of the initial registered office of the Corporation is 11780 U. S. Highway One, Suite 300, North Palm Beach, Florida, 33408. The Registered Agent at that address is FHS Corporate Services, Inc., a Florida corporation.
7. The name of the Incorporator is Oren S. Tasini, and his address is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408.
8. The names and addresses of the individuals who are to serve as the initial directors are as follows.  

William Neff

10 St. Giles Road, Palm Beach Gardens, FL 334 18
9. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations.

10. The date when corporate existence shall begin shall be the date of execution of these Articles of Incorporation by the undersigned, provided these Articles are filed with the Secretary of State within the time allowed by law.

IN WITNESS WHEREOF, the undersigned has this 23rd day of May, 1995, made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.

  
Oren S. Tasini, Incorporator

Prepared By:  
Oren S. Tasini, Fla. Bar No. 766097  
Fleming, Haile, Shaw & Gundlach, P.A.  
11780 U.S. Highway One, Suite 300  
North Palm Beach, Florida 33408  
(407) 627-8100

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## ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Corporation. We are familiar with, and accept, the obligations of, Section 607.0303 of the Florida Statutes.

FHS CORPORATE SERVICES, INC.,  
a Florida corporation

By: Oren S. Tasini  
Oren S. Tasini  
Its Assistant Secretary

## ACKNOWLEDGMENT

STATE OF FLORIDA

SS:

COUNTY OF PALM BEACH

BEFORE ME, the undersigned, a Notary Public, personally appeared Oren S. Tasini, who is personally known to me and known to me to be the Incorporator named in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and seal this 23<sup>rd</sup> day of May, 1995.

Donna Doty  
Donna Doty  
Notary Public

FILED  
95 MAY 23 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SEAL:



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Prepared By:  
Oren S. Tasini, Fla. Bar No. 766097  
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