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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA
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((H96000000990)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: GULF EQUIPMENT CORPORATION

FAX AUDIT NUMBER: H96000000990

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ARTICLES OF INCORPORATION

OR

GULF EQUIPMENT CORPORATION

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The undersigned subscribe to these Articles of Incorporation, for the purpose of becoming a corporation under the laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations for profits.

ARTICLE I

The name of this corporation shall be GULF EQUIPMENT CORPORATION.

This corporation is to exist perpetually. Its business shall be carried in Dade County, Florida, and at such other points or places in the State of Florida, in the United States and foreign countries as may, from time to time, when be authorized by the Board of Directors. Its main office shall be at: 5671 NW 78th Avenue, Miami, Florida 33166. It shall commence its existence on JANUARY 19th, 1996.

ARTICLE II

The general nature of the business to be transacted is as follows:

This instrument was prepared by
KLOY A. PEREZ, Esquire
780 N.W. LeJeune Road,
Suite 217 Miami,
Florida 33126
Tel. (305) 448-1200
FL Bar No. 332181

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SECTION II To conduct and carry under business of trading and exporting new and used construction and agricultural equipment as well as spare parts and any other related business.

SECTION III To engage in any business and to execute any and all powers authorized and permitted by virtue of the Corporate Law of the State of Florida. This corporation shall have all the general powers but no recitation, expression, or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers permitted to corporations for profit are hereby included.

ARTICLE III

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be SIX THOUSAND (6000) shares at ONE 00/100 dollar (\$1.00) par value.

ARTICLE IV

The minimum capital requirements of this corporation shall be located in Dade County, Florida and it may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary or convenient.

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ARTICLE V

This corporation shall have four Directors initially. The number of Directors may be increased from time to time, by the By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation who shall hold office until the organization meeting of this corporation and until their successors are elected and qualified are:

NAME	ADDRESS
LUIS DIAZ, JR.	5671 NW 78 AVENUE MIAMI, FLORIDA 33166
LUIS JAVIER DIAZ	5671 NW 78 AVENUE MIAMI, FLORIDA 33166
CARLOS R. PORRO	1110 BRICKELL AVENUE MIAMI, FLORIDA 33131
JUAN CARLOS PORRO	1110 BRICKELL AVENUE MIAMI, FLORIDA 33131
ELOY A. FERNANDEZ	780 N.W. LE JEUNE RD. #517 MIAMI, FLORIDA 33126

The name of the officers held by the above-named Directors are as follows:

NAME	OFFICE
LUIS DIAZ, JR.	PRESIDENT
LUIS JAVIER DIAZ	VICE-PRESIDENT
CARLOS R. PORRO	TREASURER
JUAN CARLOS PORRO	SECRETARY

ARTICLE VII

The names and post office addresses of the subscribers of these Articles of Incorporation and a statement of the number of shares of stock which he agrees to take is as follows:

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NAME	ADDRESS	NO. OF SHARES	VALUE
LUIS DIAZ, JR.	5671 NW 78 AVE. Miami, FL 33166	3000	\$3,000.00
CARLOS R. PORRO	1110 BRICKELL AVE. Miami, FL 33166	3000	\$3,000.00


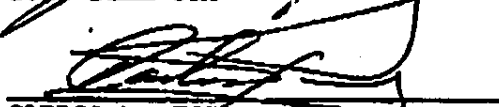
ARTICLE VIII

The street address of the initial registered office of this corporation is 5671 NW 78th Avenue, Miami, Florida 33166, and the name of the initial registered agent of this corporation at that address is LUIS DIAZ, JR. whose address is 5671 NW 78 Avenue, Miami, Florida 33166.

ARTICLE IX

The provisions of this Charter, and each of every article and section hereof, and the By-Laws of this corporation shall be governed by the laws of the State of Florida. Every person, association, and/or corporation dealing with this corporation is hereby charged with notice and knowledge of this corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and sealed this 19th day of JANUARY, 1996.


LUIS DIAZ JR.

CARLOS R. PORRO

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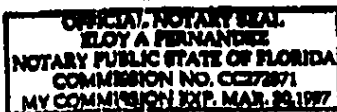
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STATE OF FLORIDA)
COUNTY OF DADE) ss.

The foregoing instrument was acknowledged before me at
Miami, Florida, this 19th day of JANUARY, 1996 by
LUIS DIAS JR. and CARLOS R. PORRO, who are personally known
to me or ~~who have produced~~ _____
_____ as identification.

My Commission Expires:


NAME: ELOY A. FERNANDEZ
NOTARY PUBLIC, STATE OF FLORIDA



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That GULF EQUIPMENT CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Miami, County of Dade, State of Florida, has named **LUIS DIAS JR.**, located at 5671 NW 78th Avenue, Miami, Florida 33156, as its agent to accept service of process within this State.

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 provision of said Act relative to keeping open said office.


LUIS DIAS JR.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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