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LAWRENCE R. STEINER, P.A.

ATTORNEY AT LAW  
797 DOUGLAS AVENUE  
ALTAMONTE SPRINGS, FLORIDA 32714  
(407) 774-7500  
FAX (407) 774-6422

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96 JUL -3 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 1, 1996

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

EXPRESS MAIL

400001884204  
-07/03/96--01111--012  
\*\*\*122.50 \*\*\*122.50

ATTENTION: DIVISION OF CORPORATIONS

Re: Southstates Machinery, Inc.

Dear Sir:

Enclosed herewith please find an original and one(1) copy of Articles of Incorporation for Southstates Machinery, Inc., together with our check in the amount of \$122.50, which represents:

- |                     |              |
|---------------------|--------------|
| 1. Filing fees      | 35.00        |
| 2. Certified copy   | 52.50        |
| 3. Registered Agent | <u>35.00</u> |

\$122.50

Please return a certified copy to this office by express mail. An UPS Express envelope and prepaid, self-addressed return label are enclosed.

Thank you.

Sincerely,

*Barbara Steiner*

BARBARA STEINER  
Legal Assistant

BS:hl  
encl.

BH 7/8/96

ARTICLES OF INCORPORATION  
OF  
SOUTHSTATES MACHINERY, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is SOUTHSTATES MACHINERY, INC., whose principal office or mailing address is 133 Becket Lane, Heathrow, Florida 32746.

ARTICLE II - DURATION

As provided in Florida Statutes, Chapter 607, this corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this state.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of Common Stock at \$1.00 par value.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash 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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation 133 Becket Lane, Heathrow, Florida 32746, and

the name of the initial registered agent of this corporation at that address is J.R. Ferguson.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one(1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one(1). The name and address of the initial director of this corporation is:

J.R. Ferguson  
133 Becket Lane  
Heathrow, Florida 32746

**ARTICLE VIII - INCORPORATORS**

The name and address of the person signing these articles is:

J.R. Ferguson  
133 Becket Lane  
Heathrow, Florida 32746

**ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI - INDEMNIFICATION**

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its

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TALLAHASSEE, FLORIDA

directors, officers, employees and agents, and former directors,  
officers, employees and agents from and against all liabilities  
and obligations, including attorney's fees, incurred in  
connection with any actions taken or failed to be taken by said  
directors, officers, employees and agents in their capacity as  
such, except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned subscribers have  
executed these Articles of Incorporation, this 1<sup>st</sup> day of  
July, 1996.

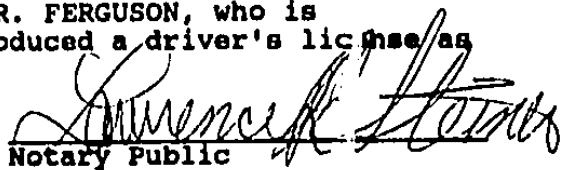
  
J.R. FERGUSON, Subscriber

STATE OF FLORIDA  
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me  
this 1<sup>st</sup> day of July, 1996, by J.R. FERGUSON, who is  
personally known to me or who has produced a driver's license as  
identification.



LAWRENCE R. STEINER  
My Commission CC274222  
Expires Apr 11 1997  
Bonded By AND  
800-852-5878

  
Notary Public  
Print: \_\_\_\_\_  
My commission expires: \_\_\_\_\_

Having been named registered agent to accept service of  
process for the above-stated corporation, at the place designated  
in the articles, I hereby accept to act in this capacity, and  
agree to comply with the provisions of the Florida Statutes in  
all matters relative thereto.

  
J.R. FERGUSON, Registered Agent