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BLEDSON, SCHMIDT & LIPPES, P.A.

ATTORNEYS AT LAW

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STEPHEN K. MOONLY  
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November 26, 1996

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-12/04/96--01016--002  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Division of Corporations  
Florida Department of State  
The Capitol  
Tallahassee, Florida 32314

Re: M.D. Rental Enterprises, Inc.

Gentlemen:

Enclosed are an original and duplicate copy of the Articles of Incorporation of M.D. Rental Enterprises, Inc. Please file the original and certify and return the copy to me.

Enclosed is our firm's check in the amount of \$122.50 to cover the filing fees, the registered agent designation and the fee for the certified copy.

Please telephone the undersigned if anything further is required. Thank you.

Very truly yours,

BLEDSON, SCHMIDT, & LIPPES, P.A.

*Cheryl A. Roberson*

Cheryl A. Roberson

SKM/dls  
Enclosure

cc: M.D. Rental Enterprises, Inc.

18643.1

FILED  
96 DEC -4 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*See 12/6*

ARTICLES OF INCORPORATION  
OF  
M.D. RENTAL ENTERPRISES, INC.

FILED  
96 DEC -4 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of M.D. Rental Enterprises, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is:

M.D. RENTAL ENTERPRISES, INC.

ARTICLE II: ADDRESS

The mailing address of the corporation is:

6861 Lenox Avenue  
Jacksonville, FL 32205

ARTICLE III: COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 a.m. on the date of filing of these Articles of Incorporation.

ARTICLE IV: PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V: AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1301 Riverplace Boulevard, Suite 1818, Jacksonville, Florida 32207, and the name of the corporation's initial registered agent at that address is Cheryl A. Roberson, Esquire.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

Name

Address

Darrell Pulley

6861 Lenox Avenue  
Jacksonville, FL 32205

Mark Davis

6861 Lenox Avenue  
Jacksonville, FL 32205

**ARTICLE VIII: INCORPORATOR**

The name and street address of the incorporator is:

Name

Address

Darrell Pulley

6861 Lenox Avenue  
Jacksonville, FL 32205

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE IX: BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE X: AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 25<sup>th</sup> day of November, 1996.

*Darrell Pulley*

Darrell Pulley, Incorporator  
M.D. RENTAL ENTERPRISES, INC.

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That M.D. Rental Enterprises, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1301 Riverplace Boulevard, Suite 1818, Jacksonville, FL 32207, has named Cheryl A. Roberson, Esquire, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept obligations of that position.

Cheryl A. Roberson  
Cheryl A. Roberson, Esquire  
Registered Agent

26226.1

FILED  
96 DEC -4 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA