

P97000009171

Sheldon R. Rosenthal

SUITE 1040 CITY NATIONAL BANK BUILDING

25 WEST FLAGLER STREET

Miami, Florida 33130

573-127 0117

TELEPHONE 379-1452
TALLAHASSEE, FLA. 358-8020
AREA CODE 305

January 23, 1997

Corporate Records Bureau
Division of Corporations
Dept. of State
P. O. Box 6327
Tallahassee, Florida 32314

600002071406--3
-01/28/97--01172--010
****122.50 ****122.50

Re: Incorporation of: EAST COAST ELEVATOR SERVICE INC.,
a Florida Corporation

Gentlemen,

In connection with the above-captioned matter,
I am enclosing fully executed original and copy of Articles
of Incorporation, together with my check made payable to
your order in the sum of \$122.50 representing the cost of
filing these Articles.

After the Articles have been filed, please forward
certified copy of same directly to the undersigned, together
with your Certificate acknowledging the filing of this
document.

Thank you for your courtesy and cooperation.

Very truly yours,

SHELDON R. ROSENTHAL

SRR/vh
Enc.

2/1/97 30/57

ARTICLES OF INCORPORATION
OF
EAST COAST ELEVATOR SERVICE INC.

57 JAN 27 1967
TALLAHASSEE FLORIDA

THE UNDERSIGNED do hereby associate themselves
for the purpose of forming a corporation under the laws of the State of Florida, and do
hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be: EAST COAST ELEVATOR SERVICE INC.,
a Florida Corporation.

ARTICLE II - PURPOSE

A. To carry on and engage in the manufacture, purchase, sale, installation and servicing of any and all types of vertical transportation, including, but not limited to, elevators, escalators, dumbwaiters, home elevettes, inclinators and wheelchair lifts and to perform all other matters which may be necessary or related thereto.

B. To carry on and engage in any business or activity which may be authorized and permitted under and by virtue of the laws of the United States of America or the State of Florida.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner,
to wit:
One Hundred (100) Shares of Common Stock Stock, having
No Par Value.

ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be: 3201 Davie Boulevard, Fort Lauderdale, Florida 33312.

ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent for the Corporation shall be SHELDON R. ROSENTHAL
, and the Registered Office shall be located at: 25 West
Flagler Street, Suite 1040, Miami, Florida 33130.

or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with applicable Florida Statutes.

ARTICLE VIII - OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject, however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the bylaws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of Directors shall be as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Sheldon R. Rosenthal	President	25 West Flagler Street
	Vice President	Suite 1040
		Miami, Florida 33130
Valerie Hopps	Secretary	25 West Flagler Street
	Treasurer	Suite 1040
		Miami, Florida 33130

ARTICLE IX - BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of

TWO (2) , but not more than five (5) persons.

ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial Director or Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
Sheldon R. Rosenthal	25 West Flagler Street
	Suite 1040
	Miami, Florida 33130
Valerie Hopps	25 West Flagler Street
	Suite 1040
	Miami, Florida 33130

ARTICLE XI - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>AMOUNT OF SHARES</u>
Sheldon R. Rosenthal	25 West Flagler St. Suite 1040 Miami, Florida 33130	100	\$500.00

ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

ARTICLE XIII - VOTING RIGHTS

That except as may otherwise be provided by law, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

ARTICLE XIV - BYLAWS

The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of

the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

IN WITNESS WHEREOF, WE have hereunto set our hand and seal
at Miami, Dade County, Florida, this 22nd day of January, 1997


_____(SEAL)
SHELDON R. ROSENTHAL


_____(SEAL)
VALERIE HOPPS

_____(SEAL)

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

97 JAN 27 PM 1:17

TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 22d day of January

,1997, by Sheldon R. Rosenthal, who is personally known to

me or has produced _____ as identification and who did (did not) take an oath;

by Valerie Hopps, who is personally known to me or who has

produced _____ as identification and who did (did not) take

an oath; by _____, who is personally known to me or who

has produced _____ as identification and who did (did not) take

an oath; by _____, who is personally known to me or who

has produced _____ as identification and who did (did not) take

an oath.


Notary Public, State of Florida at Large

My Commission Expires:



JAMES J SHIPANO
My Commission OC515400
Expires Feb. 19, 2000

CERTIFICATE ACCEPTING DESIGNATION
AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of
EAST COAST ELEVATOR SERVICE INC.,
a Florida Corp. and agree to serve as it Registered Agent, to accept service
of process within the State at its Registered Office located at: 25 West Flagler Street,
Suite 1040, Miami, Florida 33130.


Registered Agent
SHELDON R. ROSENTHAL