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ACCOUNT NO. : 072100000032

REFERENCE : 322516 129153A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 8, 1997

ORDER TIME : 9:35 AM

ORDER NO. : 322516-005

CUSTOMER NO: 129153A

CUSTOMER: Carolyn E. Moore, Legal Asst
JAMES R. MEROLA, P.A.

Suite 204
11380 Prosperity Farms Road
Palm Beach Grds, FL 33410

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-04/08/97--01072--021
*****70.00 *****70.00

DOMESTIC FILING

NAME: W. C. EQUIPMENT COMPANY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

FILED
97 APR -8 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 APR -8 AM 10:36
DIVISION OF CORPORATION

8N APR - 8 1997.

ARTICLES OF INCORPORATION
OF
W. C. EQUIPMENT COMPANY, INC.

FILED
97 APR -8 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS

The name of the Corporation shall be W. C. EQUIPMENT COMPANY, INC., and the principal place of business shall be 3450 Martin Luther King Jr. Boulevard, Riviera Beach, Florida, 33404.

ARTICLE II

DURATION

This Corporation shall exist in perpetuity.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) Shares of Capital Stock with a par value of One Dollar and no cents (\$1.00) per Share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the Corporation is Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida, 33410, and the name of the initial Registered Agent is JAMES R. MEROLA.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director is:

WALLACE C. SEASE
3450 Martin Luther King Jr. Boulevard
Riviera Beach, Florida 33404

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

WALLACE C. SEASE
3450 Martin Luther King Jr. Boulevard
Riviera Beach, Florida 33404

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 4th day of April, 1997.

Wallace C. Sease
Wallace C. Sease, Incorporator

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me, the undersigned authority, personally appeared WALLACE C. SEASE, personally known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said Articles for the purposes therein expressed.

WITNESS my Hand and Official Seal this 4th day of April, 1997.

Carolyn E. Moore
Notary Public, State of Florida

My Commission Expires:

(NOTARIAL SEAL)



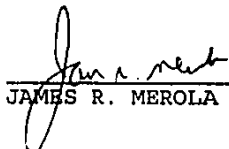
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

THAT, W. C. EQUIPMENT COMPANY, INC., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in Palm Beach County, Florida, has named: JAMES R. MEROLA, ESQ., Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida, 33410, as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at place designated by this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


JAMES R. MEROLA

FILED
97 APR -8 PM 12:01
STATE
TALLAHASSEE, FLORIDA