P9800008190 TRANSMITTAL LETTER

DIVISION OF CORPORATIONS

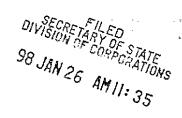
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Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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SURJECT: EARL'S	BJECT:					
Enclosed is an original and one(1) copy of the articles of incorporation and a check for:						
\$70.00	2 \$78.75	□\$122.50	\$131.25			
Filing Fee	Filing Fee	Filing Fee	Filing Fee,			
	& Certificate	& Certified Copy	Certified Copy & Certificate			
		ADDITIONAL COPY REQUIRED				
FROM:	Caroline Quigley		_			
	Name (Printed or typed)					
	802 West Street					
•	Address					
	Wilmington, DE 1980					
-	City, S	_				
	(800) 462-4633					
	Daytime Te	-				

NOTE: Please provide the original and one copy of the articles.



ARTICLES OF INCORPORATION

OF

EARL'S FORKLIFT SERVICE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

EARL'S FORKLIFT SERVICE, INC.

The address of the principle office of this corporation shall

be 275 Cambridge Drive, Longwood, FL 32779

The corporation shall be the same.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territoryor nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV

The street address of the initial registered office of the corporation shall be 275 Cambridge Drive, Longwood, FL 32779 and the name of the initial registered agent of the corporation is

Joyce B. Faya

ARTICLE V

The corporation is to exist perpetually.

ARTICLE VI

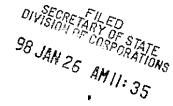
The name and street address of the incorporator to these

Articles of Incorporation:

Caroline Quigley INC. PLAN (USA) 802 West Street Wilmington, DE 19801

The undersigned has executed these articles of Incorporation this 22nd day of January, 1998.

INCORPORATOR



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name	of the corporation is:	EARL'S FORKLIFT SERVICE, INC.		
2.	The name	and address of the regis	stered agent and office is:		
		Joyce Faya			
(Name) 275 Cambridge Drive					
(P.O. Box not acceptable)					
	Longwood, Florida 32779				
	-		(City/State/Zip)		
He ab the to mi as	aving been love stated e appointm comply wit ence of my registered	named as registered ag comporation at the place ent as registered agent in the provisions of all st duties, and I am familiar agent.	ent and to accept service of process for a designated in this certificate, I hereby and agree to act in this capacity. I furti atutes relating to the proper and comp with and accept the obligations of my	or the raccept heragree lete perfor position	
_	100	/CL FOUA (Signature)	January 20, 1998	Marie de la companya	