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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: HOLLYWOOD CONSTRUCTION EQUIPMENT, INC. AUDIT NUMBER.....H98000006588
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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** ENTER 'M' FOR MENU. **

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TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION
OF**

HOLLYWOOD CONSTRUCTION EQUIPMENT, INC.

We, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: HOLLYWOOD CONSTRUCTION EQUIPMENT, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) per value common stock.

ARTICLE IV - PRE-EMPTIVE RIGHT

Every shareholder, upon the sale in cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her 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 V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2219 Hayes St.
Hollywood, FL 33021

Prepared by:
J. Jeffrey Schattner, P.A.
100 South Pine Island Road
Suite 114
Plantation, FL 33324
Fla Bar No.: 143925
954-256-2340

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and the name of the initial Registered Agent of this corporation at that address is:
MARTIN SCHWARTZBERG

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the by-laws, but shall never be less than one (1).

The name and address of the initial directors of this corporation are:

President, Secretary and Director:

MARTIN SCHWARTZBERG
2219 HAYES ST
HOLLYWOOD, FL 33021

Vice President and Director

JOSEPH M. MAFFEI
5910 DIXIE RD.
SUITE 17-45
MISSISSAUGA, ONTARIO

ARTICLE VII - INCORPORATOR

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

MARTIN SCHWARTZBERG
2219 HAYES ST
HOLLYWOOD, FL 33021

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE IX

This corporation reserves the right to amend or repeal provisions contained in these Articles of

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Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation, this 30 day of March 1998


MARTIN SCHWARTZBERG

STATE OF FLORIDA)

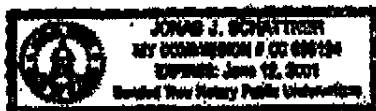
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared MARTIN SCHWARTZBERG, known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 30 day of March, 1998.


Notary Public

My Commission Expires:



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DEPARTMENT OF STATE

**Certificate Designating Place of Business or Domicile for the Service of Process Within This State
Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and
Directors.**

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

HOLLYWOOD CONSTRUCTION EQUIPMENT, INC.

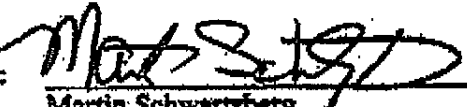
a corporation organized (or organizing) under the laws of the State of Florida with its principal
office at 6023 Kimberly Blvd. North Lauderdale, Florida 33068, and has named **MARTIN
SCHWARTZBERG**, whose address is **2219 HAYES ST, HOLLYWOOD, FL 33021**, County of
Broward, State of Florida, as its agent to accept Service of Process within this State.

<u>OFFICER</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
Martin Schwartzberg	President	2219 Hayes St. Hollywood, Florida 33021
Martin Schwartzberg	Secretary	2219 Hayes St. Hollywood, Florida 33021
Joseph M. Maffei	Vice President	5910 Dixie Rd. Suite 17-45 Mississauga, Ontario

DIRECTORS

Martin Schwartzberg

BY:


Martin Schwartzberg
CORPORATE OFFICER

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ACCEPTANCE:

I agree, as Registered Agent, to accept Service of Process; to keep open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept Service of Process at the above Florida designated address) in some conspicuous place in office as required by law.


Martin Schwartzberg

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TALLAHASSEE FLORIDA

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