

LAW OFFICE

John R. Geiger, P.A.

4475 US 1 South #406 • Saint Augustine, FL 32086 • 904-794-2244 / Fax: 904-794-2002

John R. Geiger, Esq.

P98000050716

Transmittal Letter

3 June 1998

300002547713--J
06/04/98--01057--010
*****122.50 *****122.50

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Miller and Miller Rentals, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of \$122.50 for the following:

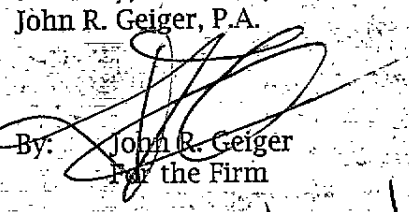
\$35.00	Filing Fee
\$35.00	Registered Agent
\$52.50	Certified Copy

Please direct the certified copy and any questions you may have to:

John R. Geiger
John R. Geiger, P.A.
4475 US 1 South #406
St. Augustine, FL 32086

Phone: (904) 794-2244

Sincerely,
John R. Geiger, P.A.

By: 
John R. Geiger
For the Firm

Bmc
6/5/98

FILED
98 JUN -4 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
MILLER AND MILLER RENTALS, INC.**

FILED

98 JUN -4 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida General Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

**ARTICLE I.
NAME**

The name of this corporation shall be **Miller and Miller Rentals, Inc.**

**ARTICLE II.
PRINCIPLE OFFICE**

The principle place of business and mailing address of this corporation shall be at:
Miller and Miller Rentals, Inc.
C/O Mr. Robert Miller
7525 A1A South, #206
St. Augustine, FL 32086
or such other location as time to time determined by the board of directors.

**ARTICLE III.
DURATION**

The corporation shall commence upon the filing of these Articles and shall have perpetual existence thereafter.

**ARTICLE IV.
PURPOSE**

The purpose for which the corporation is organized is the transaction of all lawful business for which a corporation may be incorporated under the Florida General Corporation Act, as the same may from time to time be amended.

**ARTICLE V.
SHARES**

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be 500 shares of common stock.

**ARTICLE VI.
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent of the corporation at its initial registered office, and the street address of its initial registered office, is as follows:

Mr. Robert Miller
7525 A1A South, #206
St. Augustine, FL 32086

**ARTICLE VII.
PREEMPTIVE RIGHTS**

Directors of the corporation have the power to approve shareholders and remaining holders (if any) of the initial stock offering and reserve the right of first refusal on all stock offers, sales or exchanges. Stock offers, exchanges and sales must be approved by a majority of the directors at a duly called board meeting.

**ARTICLE VIII.
DIRECTORS**

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time as prescribed in the Bylaws.

**ARTICLE IX.
BYLAWS**

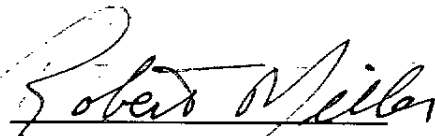
The power to adopt, the initial bylaws shall be vested in the Board of Directors. Thereafter, the bylaws may be altered, amended or repealed as prescribed in the bylaws.

**ARTICLE X.
INCORPORATOR**

The name and the address of the persons signing these Articles of Incorporation is as follows:

Mr. Robert Miller
7525 A1A South, #206
St. Augustine, FL 32086

The undersigned incorporator has executed these Articles of Incorporation this 3d day of June, 1998.

A handwritten signature in cursive script, appearing to read "Robert Miller", is written over a horizontal line.

Robert Miller

FILED

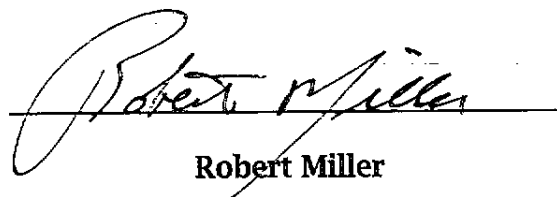
Certification of Designation of Registered Agent/Registered Office

98 JUN -4 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Provisions of Section 607.050, Florida Statutes, the mentioned 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 **Miller and Miller Rentals, Inc.**
2. The name and address for the registered agent and office is:
Mr. Robert Miller
7525 A1A South, #206
St. Augustine, FL 32086

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Robert Miller