

98000054268



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 859320 81505A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Reiber

ORDER DATE : June 17, 1998

ORDER TIME : 11:38 AM

ORDER NO. : 859320-005

CUSTOMER NO: 81505A

CUSTOMER: Sam Reiber, Esq
LINSKY & REIBER

Suite 200
601 East Twigg Street
Tampa, FL 33602

900002563069--1

DOMESTIC FILING

NAME: TOYOTA FORK LIFT OF FLORIDA,
INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN 17 PM 1:57

RECEIVED

JUN 17 PM 1:11

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS

gf 6/17/98

ARTICLES OF INCORPORATION

of

TOYOTA FORK LIFT OF FLORIDA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 17 PM 1:57

The undersigned, for the purpose of forming a corporation under the provisions of the statutes of the State of Florida, does hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is:

Toyota Fork Lift of Florida, Inc.

The principal address of the corporation shall be:

3321 North 40th Street

Tampa, Florida 33605

ARTICLE II

DURATION

This corporation shall have a perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized to:

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1000 shares of stock having a par value of \$1.00 per share. All shares of stock shall be designated as common shares. The stock may be issued in fractioned shares and may be in whole or in part canceled and reissued at any time in compliance with the By-laws of this corporation. Said stock shall be paid for in such manner as the Board of Directors may provide and approve, whether in cash, services or property.

ARTICLE V

DIVIDENDS

The holders of common stock of the corporation shall be entitled to receive dividends from time to time when and as declared by the Board of Directors either from the corporation's net earnings or from the surplus of the corporation's assets over liabilities, including capital of the corporation, but not otherwise. Dividends may be payable either in cash, property, or shares of the common stock of the corporation.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 601 East Twiggs Street, Suite 200, Tampa, Florida, 33602 and the name of the initial registered agent of this corporation at that address is Sam I. Reiber.

ARTICLE VII

DIRECTORS

The Board of Directors of the corporation shall consist of 2 members.

ARTICLE VIII
INCORPORATORS

The name and post office address of the incorporator of the Articles of Incorporation is:

Sam I. Reiber, Esq.
601 East Twiggs Street
Suite 200
Tampa, Florida 33602

ARTICLE IX
AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereof, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes herein stated this 16th day of June 1998.

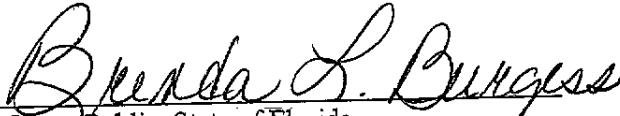


Sam I. Reiber, Esq.
601 E. Twiggs Street
Suite 200
Tampa, Florida 33602

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared, Sam Reiber incorporator and who executed the foregoing Articles of Incorporation this 16th day of June 1998.

WITNESS MY HAND and official seal at Tampa, Hillsborough County, Florida this 16th day of June, 1998.



Notary Public, State of Florida

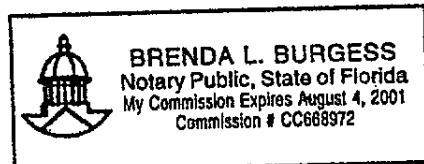
My Commission Expires:

Print name: _____

() Personally Known

() Produced Identification

Type of Identification _____



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 17 PM 1:57

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING REGISTERED 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 TOYOTA FORK LIFT OF FLORIDA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Tampa, the County of Hillsborough, State of Florida, has named Sam I. Reiber as its agent to accept service of process within the state.

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

REGISTERED OFFICE ADDRESS: 601 East Twiggs Street, Suite 200, Tampa, Florida 33602.

By: 

Sam I. Reiber
Registered Agent