OFFICE LAZA (Requestor's Name) 3320 S.W. 87th AVENUE 500003009955--5 -10/08/99--01033--007 *****78.75 *****78.75 (Address) (305)552-5973 MIAMI, FLORIDA (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 2. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Rick up time 2.00 Walk in Certified Copy Will wait Mail out Photocopy Certificate of Status NEW FILINGS **AMENDMENTS** Profit Amendment Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign **Fictitious Name** Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

ARTICLES OF INCORPORATION

OF

EL ROSARIO RENTAL EQUIPMENT CORP

ARTICLE I

Nam<u>e</u>

The name of this corporation is:

EL ROSARIO RENTAL EQUIPMENT CORP

99 DCT -8 PH 12: 46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II

Purpose

This corporation may engage in any lawful business for which a corporation may be incorporated in the State of Florida.

ARTICLE III

Capital Stock

This corporation is authorized to issue 1,000,000 shares of common stock of \$0.01 par value each.

ARTICLE IV

Preemptive Rights

The corporation elects to have preemptive rights.

ARTICLE V

Restrictions on transfer of shares

The bylaws of this corporation may impose restrictions on the transfer or registration of its shares for any reasonable purpose and such restrictions shall be binding on the holder or a transferee of the holder, pursuant to section 607.0627 of the

Florida Business Corporation Act, as presently enacted.

ARTICLE VI

Main Place of Business, Initial Registered Office and Agent
The initial registered office, and mailing address of the
Corporation is: 780 N.W LEJEUNE ROAD SUITE 423 MIAMI FLA 33126

, and the Registered Agent is: JUAN M CARRERA, ESQ

ARTICLE VII

Initial Board of Directors

The corporation shall have the number of directors specified in the by-laws. The number of directors may be either increased or decreased from time to time in the manner provided in the by-laws.

ARTICLE VIII

Incorporators

The names and addresses of the persons signing these articles are:

Name

Street Address

MANUEL C.LUNA

17354 S.W.266 TERR. HOMESTEAD, FLORIDA 33031

ARTICLE 1X Officers

This corporation shall have the officers described in its bylaws or appointed by the board of directors in accordance with the by-laws.

ARTICLE X By-Laws

The power to adopt, alter, amend or repeal by-laws, shall be vested in the Board of Directors.

The power to adopt initial by-laws corresponds to the incorporators, or to the first Board of Directors. The power to amend the initial by-laws corresponds to the Board of Directors, but only the shareholders may adopt emergency by-laws.

This corporation may give oral notice in any case where notice, to shareholders, directors or officers is required or convenient, but notice to this corporation shall always be in writing, in the manner set forth in Section 607.0141 of the Florida Statutes as presently enacted.

ARTICLE XI

Procedure in Case of Deadlock

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In case of deadlock in any decision to be made by the Board of Directors and/or the shareholders, no director or shareholder shall seek dissolution of the corporation, but, instead, the dispute shall be submitted for decision to a panel of three persons who are either attorneys or certified public accountants, authorized to practice in Florida; two of such persons shall be selected, one each, by the parties in deadlock; the third shall be chosen by the two persons selected by the parties in deadlock. If any party refuses to appoint the attorney or certified public accountant then, any party may petition the Dade County Bar Association and/or the Dade County CPA Association to nominate, in the stead of the non-nominating party, an attorney or certified public accountant so accountants, and the attorneys or certified public accountant so

nominated shall be considered as nominated by the party or parties which have refused or neglected to nominate pursuant to this Article.

The Decision of this panel shall be binding on the corporation, its directors, officers, and shareholders and shall be considered the act of the board of directors and/or the shareholders. The Corporation shall bear the cost incurred in the selection and functioning of the panel and shall save its members harmless and always indemnified from any liabilities incurred as a consequence of the performance of their duties, including those arising out of negligence.

ARTICLE XII

Date of Commencement

The effective date of this corporation is the date of filing by the Secretary of State.

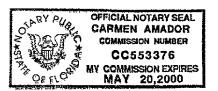
IN WITNESS WHEREOF, the undersigned incorporator has executed the Articles of Incorporation, this 6th day of October, 1999.

Much Sur

STATE OF FLORIDA)

SS
COUNTY OF DADE)

MyCommissionExpires:



NOTARY PUBLIC-State of Florida

Printed Name: CARNEN AND SOR

HAVING BEEN NAMED to accept service of process for the above stated corporation at the place designated above, I hereby agree to act in this capacity and I further agree—to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT

9 OCT -8 PM I2: 46 CRETARY OF STAIL LANASSEE FLORIDA