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December 29, 1999

VIA FEDERAL EXPRESS

PERSONAL AND CONFIDENTIAL

Secretary of State - ATTENTION SUSAN PAYNE  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

000003087090--1  
-01/04/00--01006--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Amendment to Articles and Plan of Merger Between Ringhaver Equipment Co., a Florida corporation and Southeastern Crane, Inc., a Florida corporation

Dear Ms. Payne:

In accordance with our telephone conversation of December 27, 1999, I am enclosing for filing original and one copy of Amendment to Articles and Plan of Merger of Ringhaver Equipment Co. and Southeastern Crance, Inc. This Amendment simply changes Paragraph 9 to make the merger effective January 1, 2000, for tax and accounting purposes. I am enclosing a check for \$78.50 to cover the filing fee and certified copy. Please file the Amendment and send a certified copy to me.

Thank you for your help in this matter.

Sincerely yours,

H. LEON HOLBROOK

99 DEC 30 PM 1:40  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HHL/crn  
Enclosures  
cc: Ms. Dawn J. Geisler (via fax 813-671-1681)  
Mr. Lance Ringhaver (via fax 813-671-3054)

Amend to  
Art. + Plan  
of merger

sf 12/30/99

EFF. date for  
tax + accounting  
purp. only - more  
90 days after

FILED  
99 DEC 30 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES AND PLAN OF MERGER

THE ARTICLES AND PLAN OF MERGER between RINGHAVER EQUIPMENT CO., a Florida corporation, and SOUTHEASTERN CRANE, INC., a Florida corporation, filed with the Secretary of State of the State of Florida on September 27, 1999, and dated September 20, 1999, are hereby amended as follows: . . . .

1. Paragraph 9 of said Articles and Plan of Merger is amended to read, "9. This Merger shall be effective for tax and accounting purposes on the 1<sup>st</sup> day of January, 2000."

IN WITNESS WHEREOF, the parties to this Agreement have caused these presents to be executed in their corporate names, by their presidents, with the corporate seals affixed, all as of the 28th day of December, 1999.

RINGHAVER EQUIPMENT CO.

ATTEST:

Timothy Maguire  
Secretary

(Corporate Seal)

By: Tommy Ruppard  
President

SOUTHEASTERN CRANE, INC.

ATTEST:

Tommy Ruppard  
Secretary

(Corporate Seal)

By: Art Stelger  
Vice President

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared LANCE RINGHAVER, to me personally known as the President of Ringhaver Equipment Co., who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and the official seal on this the 28th day of December, 1999.

Wayne E. Mellor  
NOTARY PUBLIC  
Wayne E. Mellor

P.K.

My Commission Expires:

WAYNE E. MELLOR  
Notary Public, State of Florida  
My Comm. expires June 4, 2000  
Comm. No. CC 556541

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared ART GILFUS, to me personally known as the Vice President of Southeastern Crane, Inc., who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and the official seal on this the 28th day of December, 1999.

Wayne E. Mellor  
NOTARY PUBLIC  
Wayne E. Mellor

P.K.

My Commission Expires:

WAYNE E. MELLOR  
Notary Public, State of Florida  
My Comm. expires June 4, 2000  
Comm. No. CC 556541

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

The undersigned hereby certifies that he is the Secretary of Ringhaver Equipment Co. and that the foregoing Amendment to Articles of Merger of Southeastern Crane, Inc. into Ringhaver Equipment Co. was unanimously approved by the owners of 100% of the issued and outstanding stock of Ringhaver Equipment Co. at a Special Meeting of the stockholders held at Riverview, Florida on the 28th day of December, 1999, at 10:00 a.m., and that the approval of said amendment to merger remains in full force and effect and has not been modified or rescinded in any way.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 28th day of December, 1999, as Secretary of surviving corporation Ringhaver Equipment Co. at Riverview, Florida.

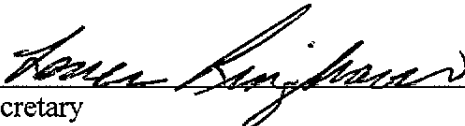
  
Secretary

(Corporate Seal)

CERTIFICATE OF APPROVAL BY STOCKHOLDERS

The undersigned hereby certifies that he is the Secretary of Southeastern Crane, Inc. and that the foregoing Amendment to Articles of Merger of Southeastern Crane, Inc. into Ringhaver Equipment Co. was unanimously approved by the owners of 100% of the issued and outstanding stock of Ringhaver Equipment Co. at a Special Meeting of the stockholders held at Riverview, Florida on the 28<sup>th</sup> day of December, 1999, at 10:01 a.m., and that the approval of said amendment to merger remains in full force and effect and has not been modified or rescinded in any way.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 28th day of December, 1999, as Secretary of Southeastern Crane, Inc., at Riverview, Florida.

  
Secretary

(Corporate Seal)