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LIMITED LIABILITY AMENDMENT

HI LIFT LLC

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January 8, 2003

CORPORATE & CRIMINAL RESEARCH

SUBJECT: HI LIFT LLC REF: W03800000544 PLEASE GIVE ORIGINAL SUBMISSION

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF HI LIFT LLC

HI LIFT LLC, a Limited Liability Company (the "Company"), was organized on November 5, 2002, by the filing of the original Articles of Organization. The Company desires to amend and restate its Articles of Organization, to read as follows:

ARTICLE I - Name

The name of the Company is HI LIFT DEALERSHIPS, LLC

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 100 Golden Beach Drive, Golden Beach, Florida 33160.

ARTICLE III - Registered Agent and Office

The street address of the Company's initial registered office is 100 Golden Beach Drive, Golden Beach, Florida 33160, and the name of its registered agent at such office is Andrew S. Sturner.

ARTICLE IV - Management

The Company is to be managed by one or more managers and is therefore a manager-managed company.

HI LIFT DEALERSHIPS LLC, a Florida limited liability company

By:

Andrew S. Sturner, Manager

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of its position as registered agent.

Date: January 1, 2003

Andrew S. Sturner, Registered Agent