# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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	Art of Inc. File  LTD Partnership File  Foreign Corp. File  L.C. File  Fictitious Name File  Trade/Service Mark  Merger File  Art. of Amend. File  RA Resignation  Dissolution / Withdrawal  Annual Report / Reinstatement  Cert. Copy  Photo Copy  Certificate of Good Standing
Signature  Requested by:  \[ \frac{111000 9:15}{11000} \]  Vame  \[ Date   Time   Time	Certificate of Status  Certificate of Fictitious Name  Corp Record Search  Officer Search  Fictitious Search  Fictitious Owner Search  Vehicle Search  Driving Record  UCC 1 or 3 File  UCC 11 Search  UCC 11 Retrieval
Walk-In Will Pick Up	Courier

#### ARTICLES OF INCORPORATION

OF

# TORO TRUCK BODY PARTS & EQUIPMENT, INC.

# TALLAHASSEE, FLORIDA

#### ARTICLE I - NAME

The name of this corporation is TORO TRUCK BODY PARTS & EQUIPMENT, INC., with its principal office at 9370 Sunset Drive, Suite A-100, Miami, Florida 33173.

# ARTICLE II -DURATION

This corporation shall have perpetual existence, unless dissolved in accordance with the laws of the State of Florida.

# ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

# ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "COMMON SHARES".

# ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of transactional shares) at the price at which it is offered to others.

# ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 9370 Sunset Drive, Suite A-100, Miami, Florida 33173, and the name of the initial registered agent of this corporation at that address is MARTIN E. PONS.

### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is as follows:

JOHN C. BORRERO 9370 Sunset Drive Suite A-100 Miami, Florida 33173

# ARTICLE VIII - INCORPORATION

The name and address of the person signing these articles is:

JOHN C. BORRERO 9370 Sunset Drive Suite A-100 Miami, Florida 33173

### ARTICLE IX - BYLAWS

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

# ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of
Directors or the holders of no less than one tenth of all the
shares entitled to vote at the meeting.

# ARTICLE XI - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented by

person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder.

# ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

# ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

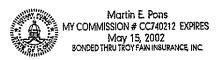
# ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 13 day, of Novemb, 2000.

COHN C. BORRERO

STATE OF FLORIDA COUNTY OF DADE The foregoing instrument was acknowledged before me this 13 day of Novembe, 2000, by JOHN C. BORRERO, who is personally known to me.



Notary Public
Print Name: Mannu & Pas
My Commission Expires:

I, the undersigned, having been named as initial Registered Agent of the corporation in the foregoing Articles of Incorporation hereby accept said office and will serve in said capacity.

MARTIN E. PONS Registered Agent

Martin E. Pons
MY COMMISSION # CC740212 EXPIRES
May 15, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

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SECRLIARY OF STATE
TALL AHASSEE FLORID.