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March 2, 2001

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

100003798661--8
-03/05/01--01125--019
*****78.75 *****78.75

RE: McCarthy Corporation of Sarasota

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for McCarthy Corporation of Sarasota. After the Articles have been filed, please return a certified copy of my office. I have enclosed a check in the sum of \$78.75 which represents the filing fee for said corporation. Thank you.

Very truly yours,

Carrol F. Dillon
CARROL F. DILLON

FILED
01 MAR -5 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CFD:fdd

Enclosures

JK 3/9

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

McCARTHY CORPORATION OF SARASOTA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation is McCarthy Corporation of Sarasota.

ARTICLE II

Nature of Business

To engage in the purchasing, selling, distributing, or leasing, as principal or agent, of all kinds of heavy machinery, equipment, and other mechanical equipment and devices, as well as accessories and attachments therefore.

To operate, manage and engage in any business not prohibited by Florida law and to do any and all things authorized to be performed by corporations under the corporation law of the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Thousand (5,000) shares of common stock at the par value of One Dollar (\$1.00) per share.

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Address

The initial address of the principal office of this corporation in the State of Florida is 527 Bayview Parkway, Nokomis, Florida 34275. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

Directors

The initial Board of Directors shall consist of one (1) director. Said number may be increased from time to time by the By-Laws adopted by the corporation.

ARTICLE VIII

Initial Directors

| <u>Name</u> | <u>Address</u> |
|------------------|--|
| MICHAEL McCARTHY | 527 Bayview Parkway Nokomis, FL 34275 |

ARTICLE IX

Subscribers

The names and post office addresses of the subscribers to these Articles of Incorporation and the number of shares subscribed by said subscribers are as follows:

| <u>Name</u> | <u>Address</u> | <u>Share</u> |
|------------------|--|--------------|
| MICHAEL McCARTHY | 527 Bayview Parkway Nokomis, FL 34275 | 500 |

ARTICLE X

Effective Date

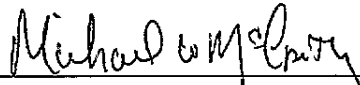
The date when the corporate existence of this corporation shall commence shall be March 5, 2001.

ARTICLE IX

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator of the corporation, has executed these Articles of Incorporation at Sarasota this 1 day of March, 2001.



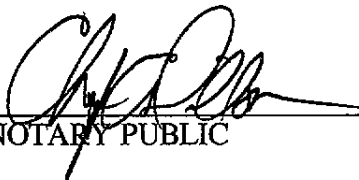
MICHAEL McCARTHY

STATE OF FLORIDA

COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared MICHAEL McCARTHY, who is personally known to me to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above on this
1 day of March, 2001.



NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAR -5 PM 12:58

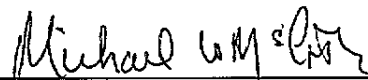
FILED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First -- that McCARTHY CORPORATION OF SARASOTA desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Nokomis, County of Sarasota, State of Florida, has named MICHAEL McCARTHY located at 527 Bayview Parkway, Nokomis, Florida 34275, as its agent to accept service of process within this state.

ACKNOWLEDGMENT (Must be signed by Designated Agent)

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


MICHAEL McCARTHY, Registered Agent