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Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314 800006718858--3 -07/29/02--01029--005 *****87.50 *****87.50

Re: DIAMOND WHOLESALE TRUCK SALES, INC.

Dear Sir or Madam:

Please find enclosed Articles of Incorporation for the above-referenced corporation together with our firm's check in the amount of \$87.50 for the filing fee and certificate of status. Please return a certified copy of the Articles of Incorporation to the above address in the self-addressed stamped envelope provided.

Thank you for your cooperation. Should you have any questions or need additional information, please feel free to call me.

Sincerely,

Marianne H. LePera

Counsel for Diamond Wholesale Truck Sales, Inc.

MHL/lmm

enc.

2002 JUL 29 AM 9: 47 SECRETARY OF STATE.

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ARTICLES OF INCORPORATION

 $\underline{\mathbf{OF}}$

DIAMOND WHOLESALE TRUCK SALES, INC.

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE NAME

The name of the corporation is:

DIAMOND WHOLESALE TRUCK SALES, INC.

ASSUE, FLORIDA

ARTICLE TWO PRINCIPAL OFFICE/MAILING ADDRESS

The principal office and mailing address of the corporation shall be 24951 Old 41 Road North, Unit 11, Bonita Springs, Florida 34135.

ARTICLE THREE PURPOSES

The general purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida, except as is inconsistent with the express provisions of these Articles.

ARTICLE FOUR SHARES

The corporation is authorized to issue one hundred (100) shares of common stock, all of one class, at one dollar (\$1.00) par value.

ARTICLE FIVE PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares held at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting the shareholder to exercise these preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation. A holder of preferred stock that may hereafter be issued shall not, solely because of his or her holdings of preferred stock, have a right to purchase shares of any class that may hereafter be issued by the corporation.

ARTICLE SIX INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office shall be 24951 Old 41 Road North, Unit 11, Bonita Springs, FL 34135, and the name of the initial registered agent at such address shall be John D. Grissom.

ARTICLE SEVEN INCORPORATOR

The names and addresses of the incorporators signing these Articles of Incorporation are John D. Grissom, 25526 Luci Drive, Bonita Springs FL 34135 and Robert A. Grissom, 12561 Buckland Court, Wellington, FL 33414.

ARTICLE EIGHT INITIAL DIRECTORS

The names and addresses of the initial directors of the corporation are John D. Grissom, 25526 Luci Drive, Bonita Springs FL 34135 and Robert A. Grissom, 12561 Buckland Court, Wellington, FL 33414.

ARTICLE NINE AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation, except as contained in Article Nine hereof.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this <u>26</u>day of <u>July</u>, 2002.

Incorporator

John D. Grissom

Robert A. Grissom

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091, 617.023, and 607.034, the following is submitted:

Diamond Wholesale Truck Sales, Inc.

desiring to organize as a corporation under the laws of the State of Florida, has designated 24951 Old 41 Road North, Unit 11, Bonita Springs, FL 34135, as its initial Registered Office, and has named John D. Grissom, located at said address, as its initial Registered Agent.

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned is familiar with an accepts the obligations of said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091, 617.023, and 607.034 relative to keeping open said office.

Registered Agent

John D. Grissom

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