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WOLFSON & KONIGSBURG, P.A.

SUITE 314

4401 SOUTH STATE ROAD 7
DAVIE, FLORIDA 33314

ANDREA LEE WOLFSON
ALAN H. KONIGSBURG
JOAN F. DYMOND

TELEPHONE:
BROWARD: (305) 883-4870
FAX: (305) 883-4063

May 2, 1995

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

Re: Truckhoe of Florida, Inc.

Dear Sir or Madam:

I am enclosing an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee:	\$ 35.00
Certificate:	52.50
Registered Agent:	35.00

\$122.50

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-05/05/95--01106--007
***122.50 ***122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,

Mary Anne Wolfson

Mary Anne Wolfson
Paralegal

/maw
Enclosures

SDG

FILED
MAY -5 PM 8 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
TRUCKHOE OF FLORIDA, INC.**

ARTICLE I-NAME

The name of this corporation is TRUCKHOE OF FLORIDA, INC.

ARTICLE II-DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

This corporation is organized to provide the dealership of construction equipment and for the purpose of transacting any or all lawful business.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional 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 this corporation is 4491 South State Road 7, Suite 314, Davie, Florida 33314 and the name of the initial registered agent of this corporation is Andrea L. Wolfson, Esquire. The initial street

principal office of this corporation is 3918 75 Street West, #1901, Bradenton, Florida 34209.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Directors constituting the initial Board of Directors. Thomas A The number of Directors may be either increased or decreased from time to time by the By-Laws. The name and address of the Board of Directors is Thomas A Ward, 3918 75th Street West, #1901, Bradenton, Florida 34209.

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles are:

NAMES

Thomas A. Ward
President

ADDRESSES

3918 75th Street West
#1901
Bradenton, FL 34209

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - 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 20th day of
April, 1995.

Thomas M. Ward
Subscriber

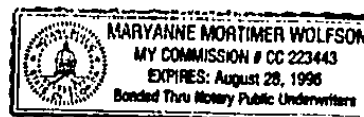
STATE OF FLORIDA)
) S.B.
COUNTY OF)

Before me, a Notary Public authorized to take
acknowledgments in the State and County set forth above, personally
appeared, **Thomas A. Ward**, known to be and known by me to be the
person who executed the foregoing Articles of Incorporation, and he
acknowledged before me that he executed those Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal in the State and County aforesaid, this
20th day of April, 1995.

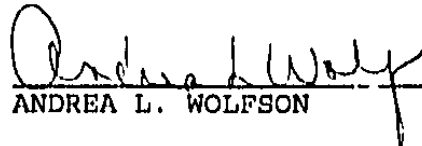
MaryAnne Mortimer Wolfson
Notary Public
State of Florida at Large

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I, ANDREA L. WOLFSON, having been named to accept service of process for the above named corporation, as per the foregoing Articles of Incorporation, at the place designated therein, I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


ANDREA L. WOLFSON

FILED
1935 MAY -5 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA