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MOUSER & WELLS, P.A.

TODD EDWARD BERGER
DENNIE HUBBELL CUNYTON
GREGORY T. ELLIOTT
FREDERICK L. MOUSER**

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PLEASE REPLY TO

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* MEMBER OF FLORIDA
AND GEORGIA BAR
* MEMBER OF FLORIDA
AND INDIANA BAR

195000044883

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

Re: Deco Power Lift, Inc.

Gentlemen,

Enclosed herewith please find duplicate Articles of Incorporation for the above referenced corporation for filing with the Secretary of State. Please return a certified copy to our offices.

We have enclosed our client's check in the amount of \$122.50 as payment for the required filing fee, registered agent designation, and return to us of a certified copy of the articles.

Thank you for your courtesy and cooperation in this matter.

Yours very truly,

Todd Berger

JUN 12 1995 BSB

TB/km
encl.

FILED
95 JUN -2 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****122.50 ****122.50

ARTICLES OF INCORPORATION
OF
DECO POWER LIFT, INC.

FILED
95 JUN -2 AM 9: 33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I

NAME: The name of this corporation shall be DECO POWER LIFT, INC., and its initial principal office and address shall be at 1410 Santa Anna Drive, Dunedin, FL 34698.

ARTICLE II

DURATION: This corporation shall have a perpetual existence.

ARTICLE III

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

ARTICLE IV

CAPITAL STOCK: The total number of shares of stock which the corporation shall have to issue is 300 shares of common stock, with a par value of \$1.00 per share. The total number of authorized shares shall have an aggregate par value of \$300.00. Each share of authorized stock which is initially sold shall be fully paid for before the corporation begins transaction of business.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent of the corporation is TODD BERGER, 810 63rd Avenue North, St. Petersburg, Florida 33702.

ARTICLE VI

BOARD OF DIRECTORS: The management and control of the corporation shall be vested in a Board of Directors of not less than one nor more than five members as provided by the By-Laws of the corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

If state law so provides, then upon the unanimous written agreement of all the stockholders of the corporation, the above-described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the contest requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable state law. The name(s) and address(es) of the first Board of Directors are:

RICHARD P. MASSELL	1410 Santa Anna Dr. Dunedin, FL 34698
GEORGE M. MASSELL	1410 Santa Anna Dr. Dunedin, FL 34698
RANDOLPH P. GIBSON	2668 Waxwood Court Clearwater, FL 34621

Until the first meeting of stockholders, management and control of this corporation shall be vested in the above Board composed of two directors. These directors shall hold office until their successors are duly elected and qualified.

ARTICLE VII

OFFICERS: The Board of Directors shall, at its initial meeting, elect a President, Vice-President, Secretary and Treasurer, and such other officers as the Board, from time to time, shall designate. Until the first Board of Directors meeting and until officers are selected thereat, the following person(s) shall hold the below-designated offices until their successors are elected and qualified:

President - Richard P. Massell
Treasurer - George M. Massell
Secretary - Randolph P. Gibson

ARTICLE VIII

INCORPORATOR: The name and address of the incorporator of the corporation is RICHARD P. MASSELL, 1410 Santa Anna Drive, Dunedin, FL 34698.

ARTICLE IX

AUTHORITY TO INCREASE CAPITAL STOCK: The capital stock authorized may be increased by 70% vote of the stockholders at any regular or special meeting called for that purpose by the adoption of an amendment to these articles.

ARTICLE X

SECTION 1244 ELECTION: The first Board of Directors is hereby authorized, directed and empowered to qualify the initial issuance of stock pursuant to the terms and conditions set forth in Internal Revenue Code Section 1244 and the regulations thereunder.

ARTICLE XI

BY-LAWS: The power to adopt, alter, amend or repeal the By-Laws should be vested in the Board of Directors.

ARTICLE XII

AMENDMENT: The power to amend these articles shall be held exclusively by the stockholders. An amendment hereto shall require a 2/3 vote of all outstanding stock.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 31st day of May, 1995.

WITNESSES:

Kathryn A. Shelton
Karen Mitchell

Richard P. Massell
RICHARD P. MASSELL
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared RICHARD P. MASSELL, as Incorporator, to me well known to be the person described in and who acknowledged before me that he executed the foregoing freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 31st day of May 1995

Kathryn A. Shelton

Notary Public

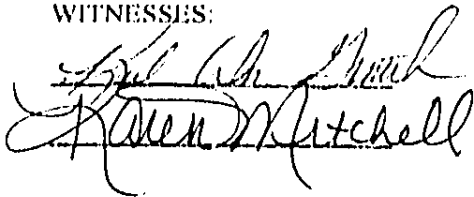
My commission expires:

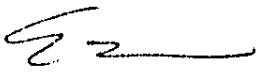


"OFFICIAL SEAL"
Kathryn A. Shelton
My Commission Expires 1/9/98
Commission #CC 340503

IN WITNESS WHEREOF, the undersigned registered agent hereby accepts such designation on this 31st day of May, 1995. I am familiar with and accept the duties and responsibilities as Registered Agent for this corporation.

WITNESSES:


Karen Mitchell

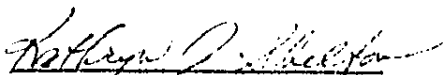


TODD BERGER
Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared TODD BERGER as Registered Agent, to me well known to be the person described in and who acknowledged before me that he executed the foregoing voluntarily and for the purposes therein expressed.

WITNESS my hand and official seal this 31st day of May, 1995.



Notary Public
My commission expires.



"OFFICIAL SEAL"
Kathryn A. Shelton
My Commission Expires 1/9/98
Commission #CC 340503