

Prieve Law Offices, P.A.

Charles E. Prieve

P96000035232

500002167125--5

-05/06/97--01049--001
*****35.00 *****35.00

May 2, 1997

500002167125--5
-05/06/97--01049--001
*****35.00 *****35.00

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

Re: Great Dane Power Equipment, Inc
Doc. No. 96000035232
Amendment to Articles of Incorporation

Dear Ms. Moretham:

Enclosed in duplicate is the Certificate of the Secretary of the above named corporation amending the Articles of Incorporation to create two classes of Common stock, Also enclosed is the check of the Corporation to pay the filing fee.

Please return one copy of the Certificate with the stamp of your office. It is not necessary that this be certified.

Thank you for your indulgence in this matter.

Very truly yours,

Charles E. Prieve

Charles E. Prieve
Florida Lawyer 227064

FILED
97 MAY -5 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Charles E. Prieve
CORPORATION BY PHONE
ADD DATE
CIB
KIC

AM 10:20

CERTIFICATE OF AMENDMENT of Articles of Incorporation
of
GREAT DANE POWER EQUIPMENT, INC.

I, Raylena K. Cather, the duly elected and acting Secretary of Great Dane Power Equipment, Inc., a Florida corporation, do hereby Certify that the stockholders unanimously adopted the following amendment to the Articles of Incorporation: The date of adoption is April 30, 1997.


ARTICLE III SHARES

The number of shares that this corporation is entitled to have outstanding at any time is:

7,000 Shares of CLASS A VOTING COMMON STOCK
3,000 Shares of CLASS B NON-VOTING COMMON STOCK

Except for the right to vote for directors, all of the Common Stock, whether Class A or Class B shall have the same rights, privileges and authorities, unless Class A and Class B are limited by the By-Laws.

Executed by me, Raylena K. Cather, Secretary of Great Dane Power Equipment, Inc., this 30th day of April 1997. I have also impressed the seal of the corporation.



Raylena K. Cather

Doc. No. 96000035223

97 MAY -5 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA