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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If know	vn):
1 B T Equipment Sales,	(Document #)
2 (Corporation Name)	(Document #)
3 (Corporation Name)	(Document #)
(Corporation Name)	(Document #)
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NEW FILINGS AMENDMENTS AMENDMENTS Amendment	ALL CHARTER DOCS
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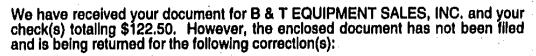
FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 11, 1996

UCC FILING & SEARCH SERVICES 526 E PARK AVE SUITE 200 TALLAHASSEE, FL 32301

SUBJECT: B & T EQUIPMENT SALES, INC.

Ref. Number: W96000012358



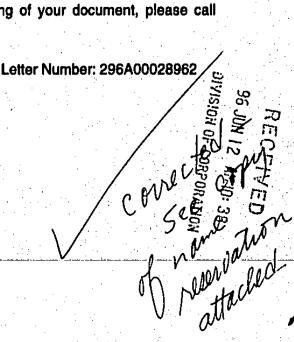
The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser Corporate Specialist

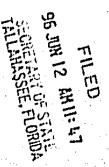


ARTICLES OF INCORPORATION

OF:

B & T EQUIPMENT SALES, INC.

A Florida Corporation



ARTICLE 1

NAME

The name of this corporation is: B & T EQUIPMENT SALES, INC.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE 4

SHARES

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common voting stock having a par value of \$1.00 per share.

ARTICLE 5

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the corporation is 1106 Kasper Drive, Orlando, Florida 32806. The name and address of the initial registered agent of the corporation is Palmetto Charter Services, Inc., 150 Magnolia Avenue (Post Office Box 2491), Daytona Beach, Florida 32115-2491.

ARTICLE 6

DIRECTORS

The number of directors constituting the initial board of directors is two (2) and the name and address of each person who is to serve as a member thereof are as follows:

Bruce N. Retallack		Todd A	A. Retallack
1106 Kasper Drive	1	112 Sic	kles Avenue
Orlando, FL 32806		Nyack,	NY 10960

The number of directors may be changed from time to time by the bylaws.

ARTICLE 7

INCORPORATOR

The name and address of the incorporator and subscriber to shares of the common voting stock of this corporation is as follows:

Bruce N. Retallack 1106 Kasper Drive Orlando, FL 32806 IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these articles this 12th day of March, 1996.

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 12th day of March, 1996, by Bruce N. Retallack, who is personally known to me or has produced as identification.

NOTARY PUBLIC:

Sign: Unique B. Retallack
State of Florida At Large (Scal)
My Commission Expires:
Title/Rank:
Commission Number:

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, B & T Equipment Sales, Inc. hereby designates Palmetto Charter Services, Inc. and 150 Magnolia Avenue, (P.O. Box 201), Daytona Beach, Florida 32115-2491, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of B&T Equipment Sales, Inc. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC.

Kenneth R. Artin,

Vice President



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 21, 1996

CSC NETWORKS

The name B & T EQUIPMENT SALES, INC. has been reserved for 120 days beginning March 21, 1996. The reservation number is R96000001464 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filled as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 896A00013045