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MACKEY & RANNEY, P.A.
ATTORNEYS AT LAW

David L. Mackay

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Thomas C. Ranney, Jr.

August 18, 1997

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

700002271277--5
-08/19/97--01059--009
*****70.00 *****70.00

Re: Earthmovers of Florida, Inc.

TO WHOM IT MAY CONCERN:

Enclosed is an original and copy of Articles of Incorporation of Earthmovers of Florida, Inc., a Florida corporation, together with our trust check in the amount of \$70, representing your filing fee.

Accordingly, I would appreciate the enclosed articles being filed and the enclosed acknowledgment copy returned to me at your earliest convenience. Should there be any questions, please feel free to contact me.

Thank you for your attention to this matter.

Very truly yours,

David L. Mackay

DAVID L. MACKEY
For the Firm

DLM
8/20/97

DLM/jf

Enclosures

c:\wp51\corporate\earth.jir

FILED
97 AUG 19 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EARTHMOVERS OF FLORIDA, INC.

FILED
97 AUG 19 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

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

ARTICLE II - Duration

The period of its duration is perpetual.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business and activities permitted under the laws of the United States and Florida.

ARTICLE IV - Capital Stock and Voting Rights

The aggregate number of shares which this corporation shall have authority to issue and have outstanding at any time shall be 7,500 shares of common stock of par value of \$1.00 per share.

ARTICLE V - Initial Registered Office,
Principal Office and Mailing Address


The street address of the initial registered office, the principal office and mailing address of the corporation is 11396 Northeast 40th Street Road, Silver Springs, Florida, 34488.

**ARTICLE VI - Initial Registered
Agent - Designation and Acceptance**

The name of the initial registered agent of this corporation is DONALD E. LEE, whose address is 11396 Northeast 40th Street Road, Silver Springs, Florida, 34488, who signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by § 607.164, Florida Statutes.

ACCEPTANCE

I HEREBY ACCEPT the appointment as Registered Agent of EARTHMOVERS OF FLORIDA, INC. and agree to act in that capacity.



Registered Agent

ARTICLE VI - Board of Directors

The corporation shall initially have one (1) Director, who shall serve concurrent one-year terms. The number of Directors may be increased or decreased by amendment to the bylaws of the corporation. The name and address of the initial Director of this corporation are:

DONALD E. LEE


11396 Northeast 40th Street Road
Silver Springs, Florida 34488

ARTICLE VIII - Amendment of Articles

These Articles of Incorporation shall only be amended by a unanimous vote of the shares carrying voting rights.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles
of Incorporation this 18 day of August, 1997.

SUBSCRIBER:

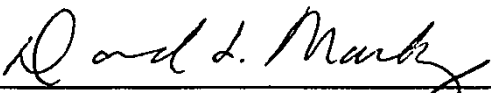


DONALD E. LEE

STATE OF FLORIDA

COUNTY OF MARION

The foregoing instrument was acknowledged before me by DONALD E. LEE.



(Signature, Notary Public, State of Florida)
(Print, Type or Stamp Commissioned
Name of Notary Public)

Personally Known X, OR, Produced Identification _____

Type of Identification Produced:

