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PAPY & WEISSENBOERN, P.A. FILED

ATTORNEYS AT LAW

98 APR 13 AM 10:52

PLEASE REPLY TO TAMPA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPRING HILL OFFICE

PARK PLACE
5327 COMMERCIAL WAY
SUITE A101-A104
SPRING HILL, FL 34606
(352) 597-7890
FAX: (352) 597-7894

TAMPA OFFICE

ONE URBAN CENTRE
4830 WEST KENNEDY BLVD.
SUITE 335
TAMPA, FL 33601
(813) 875-5400
(800) 215-3847
FAX: (813) 876-5706

MIAMI OFFICE

SUN BANK BUILDING
201 ALHAMBRA CIRCLE
SUITE 502
CORAL GABLES, FL 33114
(305) 446-5100
(800) 654-7880
FAX: (305) 445-6793

EFFECTIVE DATE
4-10-98

April 9, 1998

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****122.50 ****122.50

VIA OVERNIGHT DELIVERY

Secretary of the State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Articles of Incorporation of J.J. Donegan Machinery Incorporated.

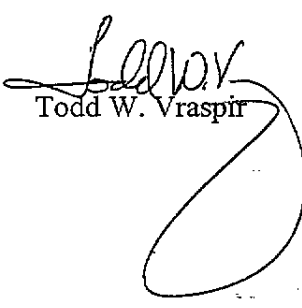
Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced corporation.

Please file the original Articles of Incorporation and return the enclosed copy subsequent to being file stamped in the enclosed self addressed stamped envelope. Enclosed is a check in the amount of \$122.50 for the filing fee.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,


Todd W. Vraspir

TWV/twv
Enclosures

FILED
98 APR 13 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 14 1998
P. Hall

ARTICLES OF INCORPORATION
OF
J.J. DONEGAN MACHINERY INCORPORATED

FILED
98 APR 13 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE
NAME

EFFECTIVE DATE

4-10-98

The name of the corporation is: **J.J. DONEGAN MACHINERY
INCORPORATED**

ARTICLE TWO
PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

3259 Commercial Way
Spring Hill, Florida 34606

ARTICLE THREE
DURATION

The term of existence of the corporation is perpetual, existence commencing on the date of execution and acknowledgment of these articles by the State of Florida.

ARTICLE FOUR
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporate Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE FIVE CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is **ONE THOUSAND (1,000)**, all of which shall be common shares with par value of **ONE DOLLAR (\$1.00)** each.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is **One Urban Centre, Suite 335, 4830 West Kennedy Boulevard, Tampa, Florida 33609**, and the name of the initial registered agent at such address is **Todd W. Vraspir**.

ARTICLE SEVEN DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is **Two (2)**. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders. The names and addresses of each person who is to serve as a member of the initial Board of Directors:

NAME	ADDRESS
John J. Donegan	3259 Commercial Way Spring Hill, Florida 34606
Sharon L. Donegan	3259 Commercial Way Spring Hill, Florida 34606

ARTICLE EIGHT SUBSCRIBERS/INCORPORATORS

The name and address of the incorporators of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof is:

NAME	ADDRESS	SHARES	CONSIDERATION
John J. Donegan	3259 Commercial Way Spring Hill, Florida 34606	100	\$100.00
Sharon L. Donegan	3259 Commercial Way Spring Hill, Florida 34606	100	\$100.00

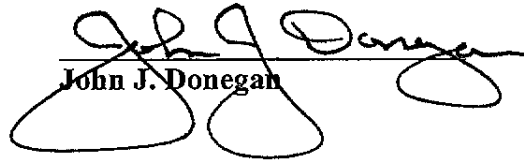
**ARTICLE NINE
INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

**ARTICLE TEN
AMENDMENT**

The Corporation reserves the right to amend, add to or repeal any provision contained in these Articles of Incorporation in the manner consistent with law and in conformity with the provisions set forth in the By-Laws.

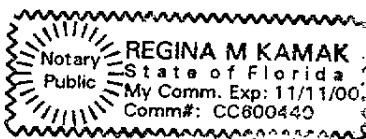
Executed by the undersigned on the 10 day of April, 1998.

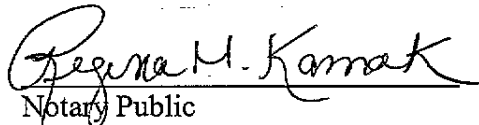

John J. Donegan

STATE OF FLORIDA
COUNTY OF HERNANDO

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared before me, **JOHN J. DONEGAN**, to me known to be a subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same. **JOHN J. DONEGAN** is personally known to me or has produced _____ as identification.

WITNESS my hand and official seal in the County and State named above this 10th day of April, 1998.




Regina M. Kamak
Notary Public

My Commission Expires: 11/11/00

ACKNOWLEDGMENT OF REGISTERED AGENT

This will acknowledge that TODD W. VRASPIR, is the Registered Agent for the corporation known as J.J. Donegan Machinery Incorporated. The location of the office of the Registered Agent is: One Urban Centre, Suite 335, 4830 West Kennedy Boulevard, Tampa, Florida 33609.

Date: April 9, 1998

By: _____

TODD W. VRASPIR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA