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October 6, 1999

Florida Department of States
Secretary of States
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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-11/17/99--01073--009
*****90.00 *****87.50

RE: H. HENRY TRANSPORT & EQUIPMENT CORPORATION

Dear Sir/Madam:

Enclosed please find the following:

1. Original articles of incorporation for registration.
2. A draft in the amount of \$90.00 to cover cost of registration.
3. A self-addressed and stamped envelope for your convenience.

Please feel free to contact me if you have any questions or require further information.

Sincerely,



Emanuel S. Palmer, Ph.D.

Enclosure

FILED
99 NOV 17 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch NOV 19 1999

CERTIFICATE OF INCORPORATION

OF

H. HENRY TRANSPORT & EQUIPMENT CORPORATION

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned subscribes to these Articles of Incorporation, each a natural person competent to contract, hereby associates themselves together to form a corporation for profit, under the general laws of the State of Florida.

ARTICLE 1. NAME

H. HENRY TRANSPORT & EQUIPMENT CORPORATION

ARTICLE II. NATURE OF BUSINESS

The general nature of the business and the objectives and purposes proposed to be transacted and carried on, are to do any and all of the things hereinafter mentioned, as fully as to the same extent that natural persons might, or could namely:

1. Heavy equipment contractor.
2. To get contracts as a land developer
3. To do heavy hauling of equipment.
4. To rent equipment to clients.
5. To lease heavy equipment to clients.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares of common stock, with voting power with a par value of Ten Dollars (\$10.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE 1V. CAPITAL

The amount of capital with which this corporation will begin business One Hundred and Eighty-five Thousand Dollars (\$185,000.00) to be paid either in cash and machinery and heavy equipment, as may be determined by the Board of Directors.

ARTICLE V. TERMS OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of the corporation in the State of Florida is as follows:

4911 N.W. 16th Court, City of Lauderhill, Broward County, Florida and shall have branch offices throughout the U. S. A.

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than two (2).

ARTICLE VIII. INITIAL OFFICERS AND DIRECTORS

The names and post office addresses of the members of the first Board of Directors, the President and the Vice President are as follows:

<u>OFFICERS</u>	<u>NAME</u>	<u>ADDRESS</u>
Director & President	Hugh Henry	4911 NW 16 Court Lauderhill, FL 33313
Director & Senior Vice President	Helen Henry	4911 NW 16 Court Lauderhill, FL 33313

ARTICLE 1X. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of consideration therefore are as follows:

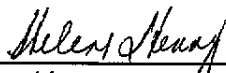
<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>	<u>VALUE</u>
Hugh Henry	4911 NW 16 Court Lauderhill, FL 33313	60%	
Helen Henry	4911 NW 16 Court. Lauderhill, FL 33313	40%	

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors. Proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to the vote thereon.

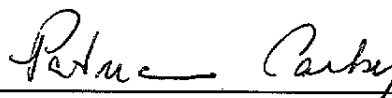


Hugh Henry



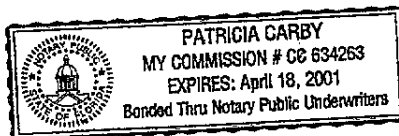
Helen Henry

SWORN TO and subscribed before me this 21st day of October 1999.



Notary Public PATRICIA CARBY
State of Florida at Large

My commission expires:



**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

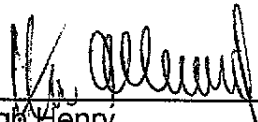
**CERTIFICATE OF REGISTERED AGENT
OF**

H. HENRY TRANSPORT & EQUIPMENT CORPORATION

Pursuant to Florida Statutes 48.091 and 697.0334, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation at 4911 NW 16 Court,
Lauderhill, FL 33313 has named Hugh Henry located at the aforesaid address, as its
Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated
corporation at the place designated in this certificate, I hereby accept to act in this
capacity, and agree to comply with the provisions of Florida Law keeping open said
office.



Hugh Henry
Registered Agent