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Department of State.

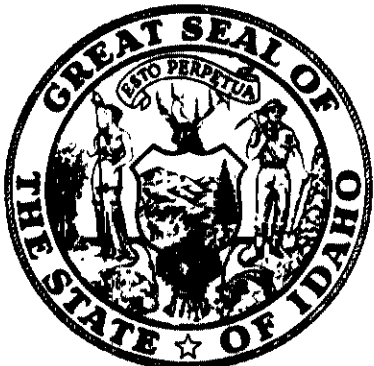
**CERTIFICATE OF AUTHORITY
OF**

_____ **ALTEC INDUSTRIES, INC.** _____

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ALTECKINDUSTRIES, INC. _____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to ALTEC INDUSTRIES, INC. _____ to transact business in this State under the name _____ ALTEC INDUSTRIES, INC. _____ and attach hereto a duplicate original of the Application for such Certificate.

Dated February 6, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

SECRETARY OF STATE

1. The name of the corporation is ALTEC INDUSTRIES, INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Alabama

4. The date of its incorporation is May 28, 1956 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 210 Inverness Center Drive, Birmingham, AL 35242

6. The address to which correspondence should be addressed, if different from that in item 5. Same as Above

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Manufacture of utility truck bodies, digger derricks, and aerial devices.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See Attached		

(continued on reverse)

Board of Directors:

Lee J. Styslenger, Jr.
3260 East Briarcliff Road
Birmingham, Alabama 35223

Robert McD. Smith
1700 First Alabama Bank Building
Birmingham, Alabama 35203

William M. Spencer, III
3035 Cherokee Road
Birmingham, Alabama 35223

Wallace R. Bunn
3165 Pine Ridge Road
Birmingham, Alabama 35213

Officers:

Lee J. Styslenger, Jr. -
3260 East Briarcliff Road
Birmingham, Alabama 35223

Chairman of the Board and
Chief Executive Officer

Thomas L. Merrill -
2684 Alta Glen Drive
Birmingham, Alabama 35243

President and Chief
Operating Officer

Lee J. Styslenger, III -
3260 Overbrook Road
Birmingham, Alabama 35223

Assistant to the President

Dwain Cox -
Route 1, Box 236
Remlap, Alabama 35133

Sr. Vice President &
General Manager

Frank Freudenthal -
10 Lakeland Drive
St. Joseph, Missouri 64506

Sr. Vice President &
General Manager

Don Williams -
2841 Berkley Drive
Birmingham, Alabama 35242

Secretary-Treasurer

James A. Sytsma -
2216 Chambers
St. Joseph, Missouri 64506

Vice President,
Engineering, Research and
Development

Howard A. Marshall -
4201 Wilderness Road
Birmingham, Alabama 35213

Vice President, Corporate
Marketing

Jon Michael Bryant -
6436 North Tuxedo
Indianapolis, Indiana 46220

Vice President

James Dan Cox -
4955 Spring Rock Road
Birmingham, Alabama 35223

Vice President, Sales



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SECRETARY OF STATE

STATE OF ALABAMA

I, Perry A. Hand, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that Altec Industries, Inc. incorporated in Jefferson County, Birmingham, Alabama on May 28, 1956. I further certify that the records do not disclose that said Altec Industries, Inc. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

01/23/90

Date

Perry A. Hand

Secretary of State