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(Requestor's Name)

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(City/State/Zip/Phone #)

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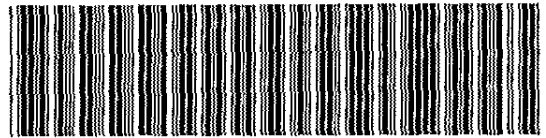
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

[Handwritten signature]



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 520628 7294749

AUTHORIZATION :

COST LIMIT : \$ 155.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 24, 2004

ORDER TIME : 9:01 AM

ORDER NO. : 520628-005

CUSTOMER NO: 7294749

CUSTOMER: Ms. Peggy A. Pendergrass
Douglas A. Daniels, Esq.

3rd Floor, 501 North Grandview
Avenue East
Daytona Beach, FL 32118

DOMESTIC FILING

NAME: MISTRAL ENGINES, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
MISTRAL ENGINES, LLC
a Florida limited liability company**

ARTICLE I

Name

The name of the Limited Liability Company is MISTRAL ENGINES, LLC

ARTICLE II

Duration

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

ARTICLE III

Principal Office and Registered Agent

The mailing address and street address of the principal office of the Limited Liability Company is: 1500 Beville Road, Suite 606314, Daytona Beach, FL 32114

The name and the Florida street address of the registered agent is:

Douglas A. Daniels
501 North Grandview Avenue
Daytona Beach, FL 32118

ARTICLE IV

Management

The limited liability company is to be managed by its members. The name and addresses of the initial member is:

Peter Pierpont
30 Lazy Eight Drive
Port Orange, FL

Francois Badoux
29 Moillebeau
CH-1209 Geneva
Switzerland

ARTICLE V

Continuation of Business

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within 90 days after the occurrence of the event of dissociation, the members, by a majority in interest vote, consent in writing to the continuation of the business.

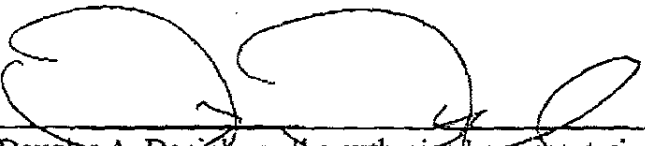
ARTICLE VI

Admission of additional members

No person may be admitted as an additional member without the unanimous consent of the members. If such person is admitted, he or she shall be subject to the obligations and limitations in the Regulations and Operating Agreement of the limited liability company, as amended for the

additional members.

IN WITNESS WHEREOF, the undersigned member does hereby execute and acknowledge these Articles of Organization this 24th day of March, 2004



Douglas A. Daniels, as the authorized representative
of Peter Pierpont

**CERTIFICATE DESIGNATING REGISTERED
AGENT FOR
SERVICE OF PROCESS**

Having been named as registered agent and to accept service of process for MISTRAL ENGINES, LLC., at 501 North Grandview Avenue, Daytona Beach, FL 32118, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

MISTRAL ENGINES, LLC



Douglas A. Daniels, Registered Agent