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DIVISION OF CORPORATION
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December 15, 2006

VIA CERTIFIED # 7006 0100 0002 5297 1440
RETURN RECEIPT REQUESTED

Florida Department of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Team Power Solutions, LLC,
a Florida limited liability company ("LLC")

Dear Madam or Sir:

Enclosed for filing is an **original** Certificate of Conversion and Articles of Organization to convert an "other business entity" (a Georgia limited liability company) into a "Florida limited liability company" in accordance with Section 608.439, Florida Statutes.

Also enclosed is check number 5796 in the amount of \$180.00, representing your filing fee for the Certificate of Conversion (\$30.00), Articles of Organization (\$125.00) and and certified copy fee (\$30.00).

Please issue a certified copy of the enclosed and return the same to the undersigned in the self-addressed, stamped envelope enclosed for your convenience.

If you need further information, please do not hesitate to contact me.

Very truly yours,

V.J. ALVAREZ & ASSOCIATES, P.A.


Victoria J. Alvarez

VJA:dm

Enclosures

Cc: Rue S. Hestand, IV, M.S.E.E. (w/o enc)
Vice President
Fortune 7, Inc.

**CERTIFICATE OF CONVERSION
FOR
TEAM POWER SOLUTIONS, LLC,
a Georgia limited liability company
INTO
TEAM POWER SOLUTIONS, LLC,
a Florida Limited Liability Company**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
06 DEC 21 PM 10:49

THIS CERTIFICATE OF CONVERSION and attached Articles of Organization are submitted to convert the following "other business entity" into a Florida Limited Liability Company in accordance with Section 608.439, Florida Statutes.

1. The name of the "other business entity" immediately prior to the filing of this Certificate of Conversion is:

TEAM POWER SOLUTIONS, LLC

2. The "other business entity" is a **limited liability company** first organized, formed or incorporated under the laws of **the state of Georgia** on **May 21, 2004**.

3. The jurisdiction of the "other business entity" has **not** been previously changed.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

TEAM POWER SOLUTIONS, LLC

5. The effective date of this conversion shall be 12:01 a.m. on **January 1, 2007**.

EXECUTED this 11 day of December, 2006.

TEAM POWER SOLUTIONS, LLC,
a Georgia limited liability company

By: _____

PAUL D. GATES, President
FORTUNE 7, INC., a Florida corporation,
Member

ARTICLES OF ORGANIZATION

OF

TEAM POWER SOLUTIONS, LLC

The undersigned hereby certifies that the members named herein have associated together for the purpose of becoming a Limited Liability Company under Chapter 608, Florida Statutes (the Florida Limited Liability Company Act), providing for the formation, rights, privileges and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

ARTICLE I. NAME

The name of the limited liability company (the "Company") shall be **TEAM POWER SOLUTIONS, LLC.**

ARTICLE II. MAILING AND STREET ADDRESS

The mailing address and the street address of the principal office of the Company is **6550 New Tampa Highway, Suite B, Lakeland, Florida 33815.**

ARTICLE III. DURATION; EFFECTIVE DATE

In accordance with Section 608.409, Florida Statutes, the existence of this Company shall commence at **12:01 a.m. on January 1, 2007.** The existence of this Company thereafter shall be perpetual.

ARTICLE IV. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Company is **6550 New Tampa Highway, Suite B, Lakeland, Florida 33815**, and the name of its initial registered agent at such address is **PAUL W. WOOD.**

ARTICLE V.
PURPOSE

This Company is organized for the purpose or purposes of engaging in any activity within the purposes for which a limited liability company may be formed under the Florida Limited Liability Company Act, including matters incidental or pertaining to, or connected with, such purposes, provided the same shall not be inconsistent with the laws of the State of Florida.

ARTICLE VI.
OPERATING AGREEMENT

The members of the Company shall have the right to enter into an Operating Agreement which may contain any provisions for the regulation and management of the affairs of the Company that are not inconsistent with applicable law or these Articles of Organization.

Executed by the undersigned on the 11 day of December, 2006.

By: Paul D. Gates
PAUL D. GATES, President
FORTUNE 7, INC.,
a Florida corporation, **Member**

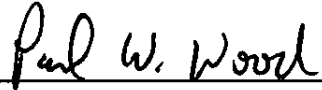
STATEMENT OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, **TEAM POWER SOLUTIONS, LLC**, a limited liability company organized under the laws of the State of Florida, submits the following statement to designate its Registered Agent and Registered Office in the State of Florida.

The name and address of the Registered Agent and Registered Office are:

PAUL W. WOOD
6550 New Tampa Highway, Suite B
Lakeland, Florida 33815

Having been named as Registered Agent and to accept service of process for **TEAM POWER SOLUTIONS, LLC** in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as Registered Agent. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.



PAUL W. WOOD
Date: December 11, 2006