CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Name

Walk-In _

Date

Will Pick Up

Time

UCC 11 Retrieval

Courier_

900003177609 -03/21/00--01055--014 *****78.75 *****78.75 Art of Inc. File Cert. LTD Partnership File_____ Foreign Corp. File____ L.C. File_ Fictitious Name File_ Trade/Service Mark Merger File_ Art. of Amend. File RA Resignation_ Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status Certificate of Fictitious Name___ Corp Record Search_____ Officer Search_ Fictitious Search Fictitious Owner Search Signature Vehicle Search Driving Record Requested by: UCC 1 or 3 File UCC 11 Search



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 22, 2000

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST., STE. 1 TALLAHASSEE, FL 32302

SUBJECT: BRAKE TECHNOLOGY OF AMERICA, INC.

Ref. Number: W00000007611

We have received your document for BRAKE TECHNOLOGY OF AMERICA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

I am sending you documents to file a domestication that's what it sounds like what you are wanting to do. If not please call me and let me know what you want to do.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith Document Specialist

Letter Number: 900A00015795

Please file Second. DO MAN 28 AN III: 14
DIVISION OF COMPONION

1050 Crown Point Parkway, Suite 1550 Atlanta, Georgia 30338 March 20, 2000

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Dear Sir:

This is to advise that this corporation hereby consents under the provisions of § 607.0403(5), Fla. Stat. (1999) to the use of its name by the corporation to be formed in accordance with the filing of the Articles of Incorporation accompanying this consent under Chapter 607, Fla. Stat., and understands its registration of the name terminates upon the incorporation of the Florida, domestic corporation.

Brake Technology of America, Inc. a Georgia corporation

Lieter Goldhad

Attest:

Dieter Goldbach, Secretary

JGD:jm

ARTICLES OF INCORPORATION

OF

BRAKE TECHNOLOGY OF AMERICA, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is BRAKE TECHNOLOGY OF AMERICA, INC.

ARTICLE II

The address of the principal office of the Corporation is 9526 Mariners Cove Lane, "The Landings," Fort Myers, Florida, 33919.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be Common Shares.

ARTICLE IV

The initial street address of the Corporation's registered office is 9526 Mariners Cove Lane, "The Landings," Fort Myers, Florida, 33919. The initial registered agent for the Corporation at that address is Dieter O. Goldbach.

ARTICLE V

The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is Dieter O. Goldbach.

ARTICLE VI

The name and street address of the person signing these Articles of Incorporation is Dieter O. Goldbach, 9526 Mariners Cove Lane, "The Landings," Fort Myers, Florida, 33919.

ARTICLE VII

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20 day of March, 2000.

Mieter Goldbach

DIETER O. GOLDBACH

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BRAKE TECHNOLOGY OF AMERICA, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

DIETER O. GOLDBACH

Date. <u>03/20/00</u>

OO MAR 28 PH 3: 45
SECRETARY OF STATE