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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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RUSLEY C. MEEKER (1931-1995)

** Member of Florida New York
and New Jersey Bars

June 30, 2000

VIA FEDERAL EXPRESS AIRBILL

DEPARTMENT OF STATE
DIVISION OF COPORTATIONS
409 East Gaines St.
Tallahassee, Florida 32399

FILED
00 JUL -3 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600003312036--5
-07/03/00-01129-003
*****87.50 *****87.50

Re: Swiss Diesel, Inc.

Dear Ladies and Gentlemen:

We have enclosed a check for \$87.50 made payable to the Department of State to cover the filing fee, certified copy, and certificate of status for the above referenced corporation.

We have also enclosed the original and one copy of ARTICLES OF INCORPORATION. Please send me a certified copy of the file and a certificate of status at the following address:

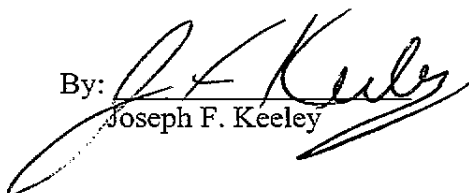
JOSEPH F. KEELEY, P.A.
2424 NORTH FEDERAL HIGHWAY; SUITE 314
BOCA RATON, FLORIDA 33431

Should you require any additional information from us, please call me at 561-392-4300. Thank you.

Very truly yours,
JOSEPH F. KEELEY, P.A.

By:

Joseph F. Keeley



B. BROWN JUL - 6 2000

ARTICLES OF INCORPORATION
OF

Swiss Diesel, Inc.

FILED
00 JUL -3 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an 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 Swiss Diesel, Inc.

ARTICLE II

The existence of the Corporation shall begin on June 30, 2000.

ARTICLE III

The street address of the principal office of the Corporation is:

1106 S.E. 10th Terrace
Deerfield Beach, Florida 33441

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, par value \$1 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is Julie A. Jetzer. The initial registered agent for the Corporation at that address is 1106 S.E. 10th Terrace, Deerfield Beach, Florida 33441.

ARTICLE VI

The Corporation shall not have a board of directors and shall be managed by the shareholders.

Swiss Diesel, Inc.
Articles of Incorporation
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ARTICLE VII

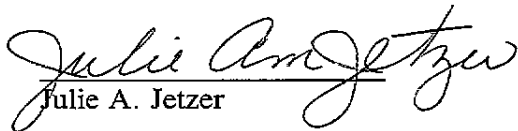
The name and street address of the person signing these articles of incorporation is

Julie A. Jetzer
1106 S.E. 10th Terrace
Deerfield Beach, Florida 33441

ARTICLE VIII

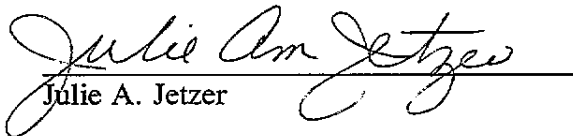
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on June 30, 2000.

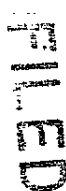

Julie A. Jetzer

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Swiss Diesel, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).


Julie A. Jetzer

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CLERK OF STATE
TALLAHASSEE, FLORIDA