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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072430003255

Phone : (305) 541-3694

Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

POWERTRAIN TRANSMISSIONS, INC.

FILED
01 JAN 10 PM 2:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Certificate of Status	0
Certified Copy	1
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JAN 10 2001

KU . 000004329

ARTICLES OF INCORPORATION

of

POWERTRAIN TRANSMISSIONS, INC.
(Name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME/ADDRESS

The name of the corporation and the principal address of the corporation is:

Powertrain Transmissions, Inc., 12500 SW 130th Street, Bay 10-15, Miami, FL 33186

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Fifty Shares (50) of Ten Dollars(s) (\$10.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this corporation is:

Name: Martin J. Beguiristain

Address: 13368 SW 128th Street

City: Miami State: Florida Zip: 33186

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NO 1000004329
ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name: Mel Rosario
Address: 12500 SW 130th Street, Bay 10-15
City: Miami State: Florida Zip: 33186

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

ARTICLES VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Name: Mel Rosario
Address: 12500 SW 130th Street, Bay 10-15
City: Miami State: Florida Zip: 33186

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 9th day of January year 2001

Mel Rosario (Seal)

(Seal)

(Seal)

NO 1000004329

MU 1000004323

CERTIFICATE TO ACKNOWLEDGE REGISTERED AGENT

Certificate of Registered Agent of:

POWERTRAIN TRANSMISSIONS, INC.

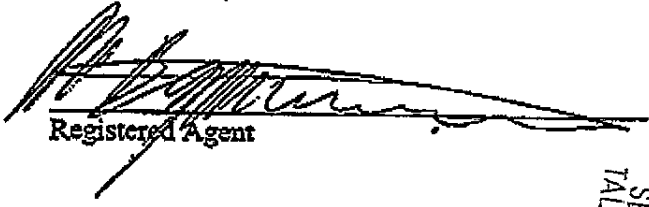
Pursuant to Florida Statutes, Section 48.091 and 607.034, the following is submitted:
 The above Corporation, desiring to organize under the laws of the State of Florida with its
 registered office as indicated in the Articles of Incorporation at:

13368 SW 128th Street, Miami, Florida 33186

has named: Martin J. Beguiristain
 located at the aforesaid address, as its Registered Agent to accept service of process
 within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at this
 place designated in this certificate, I hereby accept to act in this capacity, and agree to
 comply with the provisions of Florida Law in keeping open said office.


 Registered Agent

Prepared by:
 Martin J. Beguiristain, P.A.
 13368 SW 128th Street
 Miami, Florida 33186
 305-251-2302
 Fax: 305-252-7392

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