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TRANSMITTAL LETTER  
FILED

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

01 MAY -7 PM 2:44

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SUBJECT: North American Maglev Corporation  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

500004139195--9  
-05/07/01--01095--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☒ \$78.75 Filing Fee  
& Certified Copy

☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Eugene Kerik Garfield  
Name (Printed or typed)  
2819 McKinley Street  
Address  
Hollywood, Florida 33020  
City, State & Zip  
954-924-8000  
Daytime Telephone number  
D WHITE MAY 10 2001 4v

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
**North American Maglev Corporation**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of **North American Maglev Corporation** pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

North American Maglev Corporation

ARTICLE II. ADDRESS

The principal place of business and mailing address of the corporation is:

2819 McKinley Street  
Hollywood, Florida 33020

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 A.M. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

#### ARTICLE V. AUTHORIZED SHARES

The maximum number of shares of common stock that the corporation is authorized to have outstanding at any time is 50,000,000 shares having a par value of \$.01 per share.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2819 McKinley Street, Hollywood, Florida 33020, and the name of the corporation's initial registered agent at that address is Eugene Kerik Garfield.

#### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Eugene Kerik Garfield	2819 McKinley Sreet Hollywood, Florida 33020

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

#### ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders, if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

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The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 5<sup>th</sup> day of May, 2001.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

  
Eugene Kerik Garfield

.....  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Eugene Kerik Garfield/Registered Agent

Date: May 5, 2001

  
Eugene Kerik Garfield/Incorporator

Date: May 5, 2001

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