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Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 8, 2002

EMPIRE

SUBJECT: GA TELESIS TURBINE TECHNOLOGIES, INC.
REF: W02000003829

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ARTICLES OF INCORPORATION
OF
GA TELESIS TURBINE TECHNOLOGIES, INC.

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The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation and the principal place of business of the corporation shall be:

GA TELESIS TURBINE TECHNOLOGIES, INC.
950 S. E. 12th Street
Hialeah, Florida 33010

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State, and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

Prepared By:
THOMAS RUFFIN III, ESQ.
Gutter, Joseph & Ruffin, P.A.
100 W. Cypress Creek Road - Suite 900
Ft. Lauderdale, Florida 33309
FL Bar No. 442119
(954) 938-4555

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ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time shall be:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$.001	Common Class A-voting
1,000	\$.001	Common Class B-non-voting

The Common Class B shares are not entitled to vote on any matters submitted to a vote by the shareholders, whereas the Common Class A shares are entitled to vote on all matters submitted to a vote by the shareholders; all other rights and privileges of said shares are identical.

ARTICLE VStreet Address of Principal Office of Corporation

The street address of the initial ^{principal} registered office of the corporation shall be 950 S.E. 12th St, Hialeah, Florida 33010.

Name and Street Address of Registered Agent

The initial registered agent of the corporation shall be Thomas Ruffin III, Esq., c/o Gutter, Josepher, & Ruffin, located at 100 W. Cypress Creek Rd., Suite 900, Ft. Lauderdale, Florida 33309.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be one. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and their successors shall have been elected and qualified or until their earlier resignation, removal from office, or death, is

<u>Name</u>	<u>Address</u>
GEORGE E. BATCHELOR	950 S.E. 12th St, Hialeah, Fl. 33010

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

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

<u>Name</u>	<u>Address</u>
THOMAS RUFFIN III, ESQ.	100 West Cypress Creek Rd., Suite 900 Fort Lauderdale, FL 33309

Executed at Fort Lauderdale, Florida on the 6 day of February, 2002.

INCORPORATOR

By: 
THOMAS RUFFIN III

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 6 day of February, 2002, by THOMAS RUFFIN III who is personally known to me and did take an oath.



Notary Public

Name of Notary: _____

Commission No.: _____

Commission No.: _____



Andrea H. Terr
MY COMMISSION # DD079488 EXPIRES
January 8, 2006
SCINCO TRUSTEY FAIN INSURANCE, INC.

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ACCEPTANCE BY REGISTERED AGENT

Having appointed the registered agent of GA TELESIS TURBINE TECHNOLOGIES, INC.,
the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations
imposed by Florida Statutes Section 607.325.

Dated this 10 day of February, 2002.

GUTTER JOSEPH & RUFFIN

By 
THOMAS RUFFIN III, ESQ.

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