20000823/6 OFFICE USE ONLY(DOCUMENT #) LAZARUS CORPORATE FILING SERVICE 3320 S.W. 87 AVENUE MIAMI, FLORIDA (305)552-5973 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Compretion Name) (Document #) (Corporation Name) (Document #) Pick up time 2.00 Certified Copy Will wait Certificate of Status Mail out Photocopy AMENDMENTS NEW FILINGS Profit Amendment Resignation of R.A., Officer/Director NonProfit Change of Registered Agent **Limited Liability** Dissolution/Withdrawal Domestication Other Merger REGISTRATION OTHER FILNGS OUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark

Other

Examiner's Initials

CR2E031(9/92)

ARTICLES OF INCORPORATION OF PS DIAZ TRANSMISSIONS CORP.,

A corporation for profit formed under the Florida General Corporation Act.

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

ARTICLE I - NAME

The name of this corporation shall be:

PS DIAZ TRANSMISSIONS CORP.,

ARTICLE II - ADDRESS

The initial principal place of business and mailing address of this corporation shall be:

4925 CASON COVE DR. # 435 - ORLANDO, FL 32811

The board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE III - DURATION

Term of existence of the corporation is perpetual.

ARTICLE IV - PURPOSE

The general nature of the business and business to be transacted are as follows: To transact any and all lawfull business for which corporations may be incorporated under the Laws of the State of Florida of the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

ARTCLE V - SHARES

The number of shares which the corporation has autorized to be outstanding at any one time is 7500.

PAR VALUE \$ 1.00.- The capital stock may be paid for in money, property, labor or services at a just valuation or be fixed by the incorporators or by the directors at a meeting called for such purposes.

ARTICLE VI - AMENDMENT

The Corporation reserves the righ to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights coferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE VII - REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be:

4925 CASON COVE DR. # 435 - ORLANDO, FL 32811

and the name of the Initial registered agent at such address is:

PEDRO SEGUNDO DIAZ

I am familiar with and hereby accept the duties and responsabilities as registered agent for said corporation:

Signature of Registered Agent

Date: 07/28/2002

ARTICLES VIII - DIRECTORS

The initial Board of Directors shall consist of a total of One (1) person and the name and address of the person who is to serve as a initial director is:

PEDRO S. DIAZ

PRESIDENT & SECRETARY VICE PRESIDENT & TREASURER

ARTICLES IX - INCORPORATOR

The name and address of the incorporator is:

PEDRO SEGUNDO DIAZ

4925 CASON COVE DR. # 435 - ORLANDO, FL 32811

In witness wherof I have subscribed my name

Signature of Incorporator

Date: 07/28/02