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**FLORIDA PROFIT CORPORATION OR P.A.**

**AMERICAN AERO MOTOR GROUP USA, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 OCT 17 PM 3:44

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**ARTICLES OF INCORPORATION  
OF**

**AMERICAN AERO MOTOR GROUP USA, INC.**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be: **AMERICAN AERO MOTOR GROUP USA, INC.**

**ARTICLE II: COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

**ARTICLE III: PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The address of the corporation's principal office and mailing address shall be:

**3011 N.E. 36<sup>th</sup> Street, Lighthouse Point, Florida 33064**

**ARTICLE IV: PURPOSE**

The corporation is being organized for the purpose of conducting any business authorized under the State of Florida.

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#### **ARTICLE V: CAPITAL STOCK**

The maximum number of shares this Corporation is authorized to issue is One Million (1,000,000) Shares, all of which shall be Common Shares, no par value.

#### **ARTICLE VI: DIRECTORS**

The number of directors on this corporation's Initial Board of Directors shall be one  
(1). The name and address of the individual who shall serve on the Initial Board of Directors is:

**Sean Patrick Sheehan, 3011 N.E. 36<sup>th</sup> Street, Lighthouse Point, Florida 33064**

#### **ARTICLE VII: INDEMNIFICATION**

The corporation shall indemnify any officer, director, employee, or agent, to the full extent permitted by law.

#### **ARTICLE VIII: INITIAL REGISTERED OFFICE & AGENT**

The name and mailing address of the individual who shall serve as this corporation's initial registered agent is:

**Stephen J. Padula, Esq., 7900 Glades Road, Suite 650, Boca Raton, Florida 33434**

#### **ARTICLE IX: AMENDMENTS**

The corporation reserves the right to amend or repeal any provisions in these Articles of incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

**ARTICLE X: INCORPORATOR**

The name and the street address of the incorporator for these Articles of Incorporation is:

**Stephen J. Padula, Esq., 7900 Glades Road, Suite 650, Boca Raton, Florida 33434**

The undersigned incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of October 2002.

Signature of Incorporator:



Stephen J. Padula

Stephen J. Padula, Esq. is familiar with and accepts the duties and responsibilities as Registered Agent for said corporation.



Stephen J. Padula

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS  
OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF  
FLORIDA.**

1. The name of the corporation is **AMERICAN AERO MOTOR GROUP USA, INC.**
2. The name and address of the registered agent and office is:

**Stephen J. Padula, Esq.  
7900 Glades Road, Suite 660  
Boca Raton, FL 33434**

*Having been named as Registered Agent and to accept service of process for the  
above stated corporation at the place designated in this certificate, I hereby accept  
the appointment as Registered Agent and agree to act in this capacity. I further  
agree to comply with the provisions of all statutes relating to the proper and  
complete performance of my duties, and I am further familiar with and accept the  
obligations of my position as Registered Agent.*

  
**STEPHEN J. PADULA**

10-17-02  
(Date)

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