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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**prop speed usa, inc.**

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(5)

ARTICLES OF INCORPORATION

of

PROP SPEED USA, INC.

ARTICLE I - CORPORATE NAME & ADDRESS

The name and address of the corporation is Prop Speed USA, Inc.,  
c/o Accounting & Business Consultants, 17 Rose Drive, Ft. Lauderdale, FL  
33316.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting  
any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand  
(10,000) shares of One Dollar (\$1.00) par value common  
stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock  
of this corporation of the same kind, class or series as  
that which he already holds, shall have the right to  
purchase his pro rata share thereof (as nearly as may be  
done without issuance of fractional shares) at the price at  
which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal & registered  
office of this corporation is 2400 E. Las Olas Blvd #177, Ft  
Lauderdale, FL 33301 and the name of the initial registered  
agent of this corporation at that address is Yvette Andrews.

Stanley S. Feinerman, Enrolled Agent  
17 Rose Drive  
Fort Lauderdale, FL 33316

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 4 directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than 1. The name and address of the initial directors of this corporation is:

<u>Name:</u>	Dave Andrews	Charles W. Johnson
<u>Address:</u>	2400 E. Las Olas Blvd #177 Fort Lauderdale, FL 33301	Same
<u>Name:</u>	Yvette Andrews	Linda Bay-Johnson
<u>Address:</u>	Same	Same

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Yvette Andrews, 2400 E. Las Olas Blvd. #177, Fort Lauderdale, FL 33301.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th Day of October 2002.

Yvette Andrews  
Secretary

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 of the Florida Statutes, the following is submitted, in compliance with said act:

First that Prop Speed USA, Inc.  
desiring to organize under the laws of the State of Florida  
with its principle office, as indicated in the Articles of  
Incorporation at the City of Fort Lauderdale County  
of Broward State of  
Florida has named Yvette Andrews  
located at 2400 E. Las Olas Blvd. #177, Fort Lauderdale, FL 33301  
County of Broward, State of Florida, as its  
agent to accept service of process within the state.

**ACKNOWLEDGEMENT:**

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

By: Yvette Andrews

Registered Agent


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STATE OF FLORIDA:

COUNTY OF Broward ;

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Yvette Andrews known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced identification as shown below and did take an oath and who acknowledged his/her execution of the foregoing Articles of Incorporation to be his/her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid, this 28th Day of October , 2002.

  
Notary Public  
State of Florida at Large:



NOTARY CHECK ONE:

- ( ) PERSON SIGNING DOCUMENT PERSONALLY KNOWN TO ME.
- ( ) PERSON SIGNING DOCUMENT PROVIDED THE FOLLOWING FORM OF IDENTIFICATION:

Type: \_\_\_\_\_

Serial No.: \_\_\_\_\_

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