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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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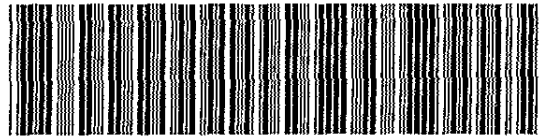
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 SEP -3 PM 1:29

MILLER & ASSOCIATES

Attorneys at Law

415 Mountain Drive, Suite 3
Destin, Florida 32541-2349

J. Jerome Miller
Teresa N. Phillips

Telephone: (850) 837-3860 • Facsimile: (850) 837-6158
E-Mail: miller@destinlawfirm.com

August 29, 2003

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

Re: Global Power Logistics of America, Inc.; Registration

Dear Department of State:

Enclosed herewith please find the original and one copy of the executed Articles of Incorporation, for filing in regard to the above-referenced corporation. Also enclosed is a check in the amount of \$107.50 to cover the filing fee, certified copy and certificate of status with an additional fee to cover the cost of an Apostille.

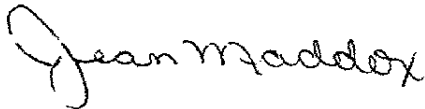
Please forward the Articles to the Division of Corporations Apostille Certification Department for an Apostille Certification. The country in which the documents will be used is Germany.

I have taken the liberty of enclosing a pre-paid self addressed Federal Express packet in order to receive the certified copy and certificate of status along with the apostille back in this office.

Thank you for your assistance in this matter. Should you have any questions or need any further assistance please do not hesitate to contact this office at (850) 837-3860.

Sincerely,

MILLER & ASSOCIATES



Jean Maddox, Paralegal to
J. JEROME MILLER
ATTORNEY AT LAW

JJM/jm

TRANSMITTAL LETTER

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

SUBJECT: Global Logistics of America, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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

plus addition
\$20.00 to
cover cost
of Apostill

FROM: Jean Maddox - Miller & Associates
Name (Printed or typed)

415 Mountain Drive, Suite 13
Address

Destin, FL 32541
City, State & Zip

850.837.3860
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
GLOBAL POWER LOGISTICS OF AMERICA, INC.

FILED
SECRETARY OF FLORIDA
TALLAHASSEE
03 SEP - 3 PM 1:29

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby make, acknowledge, and file the following Articles of Incorporation.

ARTICLE I – NAME

The name of the Corporation shall be GLOBAL POWER LOGISTICS OF AMERICA, INC.

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the Corporation shall be 120 South Holiday Road, Destin, Florida 32550.

ARTICLE III – DURATION

The Corporation shall commence its existence on the date these articles of incorporation are filed by the Florida Department of State. The Corporation's existence shall be perpetual unless the Corporation is earlier dissolved as provided in these Articles of Incorporation.

ARTICLE IV – REGISTERED OFFICE

The name of the registered agent and the street address of the registered agent of the Corporation in the State of Florida is J. Jerome Miller, Attorney at Law, 415 Mountain Drive, Suite 3, Destin, Florida 32541.

ARTICLE V - CAPITAL CONTRIBUTIONS

The maximum number of shares this Corporation is authorized to issue is \$1,000,000.00 (one million), par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Corporation only upon the consent of those members holding 51% or more of the sharing ratio in the Corporation.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Corporation except upon the affirmative vote of consent of 51% of the sharing ratios of all the Members entitled to vote or consent on such matter and on such terms and conditions as shall be determined by the affirmative vote or consent of 51% of the sharing ratios of all the Members entitled to vote or consent on such matter.

ARTICLE VIII – PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX – TERMINATION OF EXISTENCE

The Corporation shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Corporation, unless the business of the Corporation is continued by the consent of a majority of the sharing ratios of all the remaining members.

ARTICLE X – MANAGEMENT

The initial board of directors shall consist of one (1) member(s). This number may be increased or decreased from time to time in accordance with the Corporations bylaws, but shall never be less than one. The name and address of the initial member who is responsible for the management of the Corporation is Thomas Mueller, 120 South Holiday Road, Destin, Florida 32550.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Incorporation of GLOBAL POWER LOGISTICS OF AMERICA, INC., as the registered agent of this corporation, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Incorporation, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Jerome Miller
Registered Agent

ARTICLE XX- INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XXX - AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at 415 Mountain Drive, Suite 3, Okaloosa County, Destin, Florida 32541 on this 19 day of August 2003.



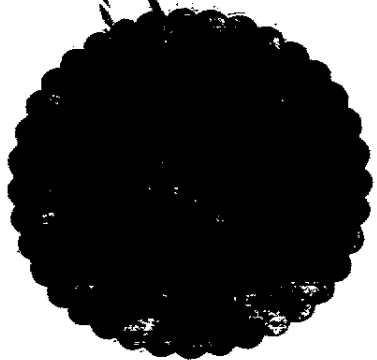
THOMAS MUELLER

File No. 1514/2003

Sworn to and subscribed before me on this 19th day of August, 2003
by THOMAS MUELLER who: (Notary must check applicable box)

Who is personally known to me.

--- produced a current State-of------ driver's license as identification.



Th. Odenthal (Notar)
(Print Name)

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