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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FILED
2004 MAY 11 AM 10:01
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

USA POWER INTERNATIONAL, CORP.

Certificate of Status	0
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5/12/04

ARTICLES OF INCORPORATION
OF
USA POWER INTERNATIONAL, CORP.

FILED
2004 MAY 11 AM 10:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

USA POWER INTERNATIONAL, CORP.

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

4603 NW 30 Terr.
Tamarack, FL 33309

ARTICLE II NATURE OF BUSINESS

This corporation may engage in import and export electronics or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 SHARES \$ 1.00 PER VALUE

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:
Hispan American Services Inc.
1885 W. Flagler St., Suite # 11
Miami, FL 33135

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

Joel Antonio Tuesta
President
Av. Jose Quinonez, Manzana V Lote 14
Manyisa, Santa Clara, Vitarte Ate
Lima, Peru 03

Victor Tuesta
Treasurer
1698 Salerno Circle
San Borja Weston, Fl 33327

Mirko Tuesta
Secretary
1698 Salerno Circle
Weston, Fl 33327

ARTICLE VI INCORPORATOR(S)

The name(s) and address (es) of the incorporator(s) to these articles of incorporation is(are):

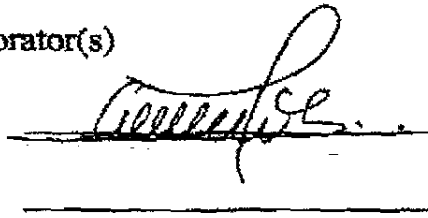
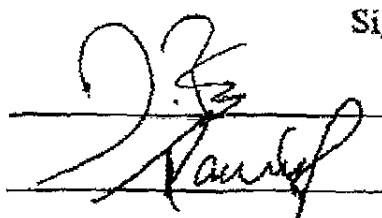
Joel Antonio Tuesta
President
550 Shares
Av. Jose Quinonez, Manzana V Lote 14
Manyisa, Santa Clara, Vitarte Ate
Lima, Peru 03

Victor Tuesta
Treasurer
400 Shares
1698 Salerno Circle
San Borja Weston, Fl 33327

Mirko Tuesta
Secretary
50 Shares
1698 Salerno Circle
Weston, Fl 33327

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 24th day of March 2004

Signature(s) of Incorporator(s)



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2004 MAY 11 AM 10:01

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the corporation _____

USA Power International, Corp.

2. The name and address of the registered agent and office is:

Mirko Tuesta

(P.O. BOX NOT ACCEPTABLE)

1698 Salerno Circle Weston, Fl 33327

(ADDRESS OFFICE)

SIGNATURE

(Corporate officer)

TITLE President

DATE 03/24/2004

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE 03/24/2004