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Division of Corporations

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To:

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

From: Rosa Wong, Paralegal Clerk

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.  
Account Number : 075471001363  
Phone : (305) 374-5600  
Fax Number : (305) 374-5095

Dear Filing Officer:

Please file the attached Articles of Incorporation with today's date (5/20/04). Thank you.

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

**ENERLAB, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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Handwritten signature/initials: AH 5/21/04

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**ARTICLES OF INCORPORATION  
OF  
ENERLAB, INC.**

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

**ARTICLE I  
NAME**

The name of the corporation is EnerLab, Inc. (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

550 W. Cypress Creek Rd., Suite 120  
Ft. Lauderdale, FL 33309

**ARTICLE III  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Two Hundred Fifty Million (250,000,000) shares, \$.0001 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Corporation's initial registered agent is:

Ener1 Group, Inc.  
550 W. Cypress Creek Rd., Suite 120  
Ft. Lauderdale, FL 33309

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**ARTICLE V**  
**INCORPORATOR**


The name and street address of the incorporator of the Corporation is:

Curtis A. Wolfe, Esq. c/o  
Ener1 Group, Inc.  
550 W. Cypress Creek Rd., Suite 120  
Ft. Lauderdale, FL 33309

**ARTICLE VI**  
**INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19<sup>th</sup> day of May, 2004.

  
\_\_\_\_\_  
Curtis A. Wolfe, Esq.  
Incorporator

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**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of ENERLAB, INC., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned 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 its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 19<sup>th</sup> day of May, 2004.

ENER1 GROUP, INC.

By: 

Curtis A. Wolfe, General Counsel  
Registered Agent

CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

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