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FLORIDA PROFIT CORPORATION OR P.A.

rpm motorworks, inc.

Certificate of Status	0
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J. Shivers APR 15 2005

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**ARTICLES OF INCORPORATION
OF**

RPM MOTORWORKS, INC.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: RPM MOTORWORKS, INC.

ARTICLE II

This corporation shall commence business on the date of filing of these articles of incorporation.

ARTICLE III

The Principal place of business of this corporation: 2444 NW 7 PLACE, MIAMI, FL 33127

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is 3,000 shares common stock having an individual par value of \$ 1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: RAY STORMONT, 2444 NW 7 PLACE, MIAMI, FL 33127

ARTICLE VII

The name and address of the board of directors shall be:

MARK DEINSTAG	3050 BISCAYNE BOULEVARD MIAMI, FL 33137
PETER REEDER	525 NE 93 rd STREET MIAMI, FL 33138
RAY STORMONT	2444 NW 7 PLACE MIAMI, FL 33127

ARTICLE VIII

The name and address of the incorporator(s) to these Articles of Incorporation shall be: RAY STORMONT, 2444 NW 7 PLACE, MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 14th Day of APRIL, 2005.



INCORPORATOR
Ray Stormont

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

RPM MOTORWORKS, INC.

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION AT THE PLACE DESIGNATED IN THE
ARTICLES OF INCORPORATION, 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 FAMILIAR WITH AND ACCEPT THE
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Ray Stoum
REGISTERED AGENT