Document Number Only Ruthie at Micfarlane Ausley Ferguson & McMallen Requestor's Name 227 South Calhoun Street Address 904-224-9115 Tallahassee, Florada 32301 \$000000011 \$300672586 -09/13/95--01039--003 -++++70.00--++++70.00 Clty State ZipPhone when CORPORATION(S) NAME Pour ME (v) Profit () NonProfit () Amendment () Merger () Foreign () Dissolution/Withdrawal () Mark () Limited Partnership () Annual Report () Other () Reinstatement () Reservation () Change of R.A. Certified Copy () Photo Copies () CUS () Call When Ready () Call if Problem () After 4:30 ⟨X) Waik In () Will Wait () Pick Up () Mail Out Name Availability Document Examiner **Updater** Verilier Acknowledgment

W.P. Verifier

CR2E031 (1-89)

ARTICLES OF INCORPORATION

POWER AMERICA, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Λct , do hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is POWER AMERICA, INC.

ARTICLE TWO

CORPORATION DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The general purpose for which the corporation is organized is:

- 1. To engage in the business of manufacturing and sale of decentralized on-site electric generating equipment and the sale of electricity to host buildings, facilities and utilities; to enter into and conduct joint ventures with other entities in such business.
- 2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish paragraph 1 above.

ARTICLE FOUR

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue 100,000,000 shares of Common Stock. Such shares shall be of a single class, and shall have a par value of \$,0001 per share.

ARTICLE FIVE

REGISTERED OFFICE AND REGISTERED AGENT PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 7858~N.W. 11th Place, Plantation, FL 33322 and

the name and address of its initial registered agent at such address is Sheldon S. Weitzman, 7858 N.W. 11th Place, Plantation, FL 33322. The principal office of the corporation is 7858 N.W. 11th Place, Plantation, FL 33322.

VILL CIPE SIX

DIRECTORS

The number of directors constituting the initial board of directors is one. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME Sheldon S. Weltzman

ADDRESS 7858 N.W. 11th Place Plantation, FL 33322

ARTICLE SEVEN

INCORPORATORS

The name and address of each incorporator and subscriber of the shares authorized hereunder at par value is :

Sheldon S. Weitzman

ADDRESS 7858 N.W. 11th Place Plantation, FL 33322

Executed by the undersigned this 12thday of September 1995.

SHELDON S. WEITZMAN

INCORPORATOR

Having been named Registered Agent to accept service of process for the above named corporation at the place designated in the Certificate of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SHELDON S. WEITTMAN

Registered Agent Date September

ACKNOWLEDGEMENT

STATE OF FLORIDA COUNTY OF BROWARD

Personally appeared before me, the undersigned authority to me known to be the incorporator and Registered Agent described in the foregoing Certificate of Incorporation of a Florida Corporation and he acknowledged the same, and after being by me duly sworn, upon oath deposes and says: that it is intended in good faith to carry out the purpose and objects set forth herein.

Sworn to and Subscribed before me this <u>12</u> day of <u>September</u> 1995.

Notary Public, State of Florida

My Commission Expires:

SUSAN J. SQUIRES
MY COMMISSION # CC 441527
EXPIRES: April 4, 1999
Bonkled Thru Holary Public Uniformitians