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February 22, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

Re: AA One Transmissions, Inc.
Our File No: 8023

Dear Sir or Madam:

Enclosed please find the following:

900001724178
-02/26/96--01067--015
****122.50 ****122.50

1. Two fully executed and acknowledged sets of Articles of Incorporation for the above corporation.
2. Our check in the amount of \$122.50, payable to your order representing the following:

Filing Fee	\$35.00
One Certified Copy	52.50
Resident Agent Designation	35.00

Kindly return one certified copy of the Articles to the undersigned and advise when the original has been filed of record.

Sincerely,


Darryl B. Kogan

DBK/jm

Enclosures

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DMC
2-27-96

FILED
96 FEB 26 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AA ONE TRANSMISSIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The name of this corporation is AA ONE TRANSMISSIONS, INC.

ARTICLE 2 - DURATION

This corporation shall have perpetual existence.

ARTICLE 3 - PURPOSE

This corporation is organized for and shall be authorized to transact any and all legal business of any nature.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Voting Stock".

ARTICLE 5 - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 6 - INITIAL REGISTERED
OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10691 Cambay Drive, Boynton Beach, Florida 33437, and the name of the initial registered agent is Steven Singer.

ARTICLE 7 - CORPORATION'S PRINCIPAL ADDRESS

The Corporation's principal office and mailing address is 10691 Cambay Drive, Boynton Beach, Florida 33437.

ARTICLE 8 - INCORPORATORS

The name and addresse of the person signing these Articles of Incorporation is Steven Singer of 10691 Cambay Drive, Boynton Beach, Florida 33437.

ARTICLE 9 - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE 10 - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and addresse of the initial director of this corporation is Steven Singer, of 10691 Cambay Drive, Boynton Beach, Florida.

ACCEPTANCE BY REGISTERED AGENT
OF

AA ONE TRANSMISSIONS, INC.

FILED
96 FEB 26 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

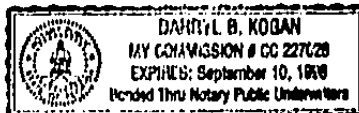
Having been named to accept service of process for the above stated corporation at the place designated, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

By: Steven Singer
Steven Singer

SWORN TO AND SUBSCRIBED before me this 22nd day of February, 1996.

[Signature]
Notary Public State of Florida
My commission expires:

(SEAL)



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ARTICLE 11 - INDEMNIFICATION

The corporation shall indemnify an officer or director or a former officer or director to the fullest extent permitted by law.

ARTICLE 12 - POWERS

This corporation shall have all the powers enumerated in the Florida General Corporation Act.

ARTICLE 13 - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 02 day of February, 1996.

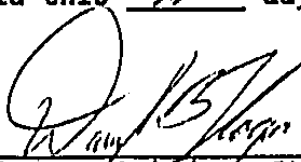


Steven Singer, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me by Steven Singer, President of AA ONE TRANSMISSIONS, INC., a Florida corporation, on behalf of the corporation, who is personally known by me or who has produced _____ as identification, and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in
the county and state aforesaid this 22nd day of February, 1996.



Notary Public - State of Florida
Commission No:
Commission Expires:

(SEAL)

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