

P96000026465

PERRY D. MONIOUDIS
ATTORNEY AT LAW

225 N. UNIVERSITY DRIVE
PEMBROKE PINES, FLORIDA 33024

TELEPHONE: (304) 964-8897
FAX: (304) 964-8408

February 28, 1996

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800000173 173
-03/04/96--01079--012
***122.50 ***122.50

Re: POWER SYS. INTERNATIONAL, INC.

Dear Sir or Madam:

Enclosed herewith please find one original and two copies of Articles of Incorporation for the above referenced corporation and a check in the amount of \$122.50, representing the fees for filing, obtaining a certified copy and registered agent designation.

Please have one of these documents stamped as received and returned to my office. A self-addressed postage stamped envelope is enclosed for your convenience. Should you have any questions with regard to this filing, please do not hesitate to call.

Very truly yours,

Perry D. Monioudis
Perry D. Monioudis

PDM/sdl

Enclosures
cc: Fernando Benitez

789503,671
V96-4916

COMMERCIAL

GB 3/26/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 5, 1996

PERRY D. MONIOUDIS, ESQUIRE
235 N UNIVERSITY DR
PEMBROKE PINES, FL 33024

SUBJECT: POWER SYS. INTERNATIONAL, INC.
Ref. Number: W96000004916

We have received your document for POWER SYS. INTERNATIONAL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Garrett Blanton
Document Specialist

Letter Number: 996A00009792

ARTICLES OF INCORPORATION
OF
POWER CONTROLS INTERNATIONAL, INC.

ARTICLE I

NAME OF CORPORATION

The name of this organization shall be POWER CONTROLS INTERNATIONAL, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV

AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of 100 shares of Common Stock, par value \$0.01 per share.

ARTICLE V

INITIAL ISSUE

A. Fifty five (55) shares of capital stock of this corporation shall be issued for cash to FERNANDO BENITEZ at a par value of \$0.01 per share.

B. Forty five (45) shares of capital stock of this corporation shall be issued for cash to JOSE PEREZ at a par value of \$0.01 per share.

ARTICLE VI

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business shall be determined by the initial Board of Directors.

ARTICLE VII

ADDRESS OF PRINCIPAL OFFICE

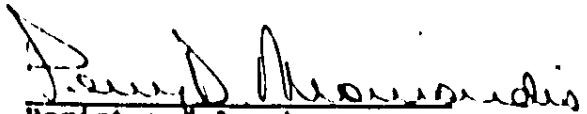
The address of the principal office of the Corporation is:

6990 PARK STREET
HOLLYWOOD, FL 33024

ARTICLE VIII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 235 North University Drive, Pembroke Pines, Florida 33024, and the initial registered agent of this Corporation at that address shall be Perry D. Monioudis, who, by his signature below accepts this designation.


Registered Agent

ARTICLE IX

NUMBER OF DIRECTORS

This corporation shall have not less than one (1) director.

ARTICLE X

INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

| NAME | ADDRESSES |
|------------------|--|
| FERNANDO BENITEZ | 6990 PARK STREET HOLLYWOOD, FLORIDA 33024 |
| JOSE PEREZ | 1042 S.W. 131 COURT MIAMI, FLORIDA 33184 |

ARTICLE XI

INCORPORATORS

The names and street addresses of the persons signing these Articles of Incorporation are:

| NAME | ADDRESS |
|------------------|--|
| FERNANDO BENITEZ | 6990 PARK STREET HOLLYWOOD, FLORIDA 33024 |
| JOSE PEREZ | 1042 S.W. 131 COURT MIAMI, FLORIDA 33184 |

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal,
this 22 day of MARCH, 1996.

FERNANDO BENITEZ

JOSE PEREZ

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

The foregoing instrument was acknowledged before me this 22
day of MARCH, 1996, by FERNANDO BENITEZ and JOSE PEREZ
the Incorporators and who executed the foregoing Articles of
Incorporation, and who produced Drivers License as
identification and who did (did not) take an oath.

NOTARY PUBLIC

Sign: [Signature]

Print: Roberto Ramirez

My Commission Expires: 5/99

(SEAL)



ROBERTO M RAMIREZ
My Commission CC-365237
Expires May. 18, 1999
Bonded by ANI
800-852-5878