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THANK YOU from Your Capital Connection

ARTICLES OF INCORPORATION

OF

PANTHER ENGINE AND TRANSMISSION, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statutes, Section 607, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is Punther Engine and Transmission, Inc.

ARTICLE II - DURATION

The existence of this corporation shall commence with the filing of these articles. The term of existence of this corporation is perpetual.

ARTICLE III - PURPOSE

The purpose is to engage in any and all business activities permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares all of one class, at \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

John N. Brugger, Esquire 600 Fifth Avenue South, Suite 207 Naples, Florida 34102

The initial street address of the principal office of the corporation in the State of Florida will be: 4380 Enterprise Avenue, Naples, Florida 34104.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws.

The names and addresses of the initial directors of this corporation are:

William Kelth Noien 4380 Enterprise Avenue Naples, Florida 34104

Donald D. Meljac 4380 Enterprise Avenue Naples, Florida 34104

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

John N. Brugger 600 Fifth Avenue South, Suite 207 Naples, Florida 34102

IN WITNESS WHEREOF, I have subscribed my name this 3rd day of September, 1996.

John N. Brugger

STATE OF FLORIDA COUNTY OF COLLIER

On this 3rd day of September, 1993, before me, a Notary Public, the undersigned officer, personally appeared John N. Brugger to me known to be the person whose name is subscribed to the within instrument and he acknowledged that he executed the same for the purpose contained therein.

IN WITNESS WHEREOF, I hereby set my hand and official seal.

Notary Public

My Commission Expires:



APPOINTMENT OF RESIDENT AGENT

STATE OF FLORIDA DEPARTMENT OF STATE

Certificate det gnating place of Business or Domicile for the Service of Process within this State, naming Agent upon whom process may be served and names and addresses of the Officers and Directors.

Panther Engine and Transmission, Inc., a corporation under the laws of the State of Florida, with its principal office at 4380 Enterprise Avenue, Naples, Florida,34104, has named John N. Brugger, Esquire, as its resident agent to accept service of process within this State.

OFFICERS

PRESIDENT
VICE-PRESIDENT
SECRETARY
TREASURED

William Keith Nolen Donald D. Meljac William Keith Nolen Donald D. Meljac

DIRECTORS

NAME

ADDRESS

William Keith Nolen

4380 Enterprise Avenue Naples, Florida 34104

Donald D. Meliac

4380 Enterprise Avenue Naples, Florida 34104

DATED: September 3, 1996

ACCEPTANCE

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

John N. Brugger

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suita 1; Talishassee, FL 32301; (904)224-8870 Mailing Address Post Office Box 10349; Talishassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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ARTICLES OF AMENDMENT

TO

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SECRETARY OF STATE
TALLAHASBEE FLORIDA

ARTICLES OF INCORPORATION

OF

PANTHER ENGINE AND TRANSMISSION, INC.

Pursuant to the provisions of Florida Statutes \$607.1006, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article V, be and it hereby is amended to read as follows:

ARTICLE VI - REGISTERED OFFICE AND AGENT

The name and address of the is as follows:

registered agent and office of this corporation

Donald D. Meljac 4380 Enterprise Avenue Naples, Florida 34104

The initial street address of the principal office of the corporation in the State of Florida will be: 4380 Enterprise Avenue, Naples, Florida 34104.

2. Article VI, be and it hereby is amended to read as follows:

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one director.

The number of directors may be either increased or decreased from time to time by the Bylaws.

The name and address of the

director of this corporation is:

Donald D. Meljac 4380 Enterprise Avenue Naples, Florida 34104

3. The Appointment of Resident Agent Section shall be and it hereby is amended to read as follows:

APPOINTMENT OF RESIDENT AGENT

STATE OF FLORIDA TO DEPARTMENT OF STATE

Certificate designating place of Business or Domicile for the Service of Process within this State, naming Agent upon whom process may be served and names and addresses of the Officers and Directors.

Panther Engine and Transmission, Inc., a corporation under the laws of the State of Florida, with its principal office at 4380 Enterprise Avenue, Naples, Florida 34104, has named Donald D. Meljac, as its resident agent to accept service of process within this State.

OFFICERS

PRESIDENT Donald D. Meljac VICE-PRESIDENT Donald D. Meljac SECRETARY Donald D. Meljac TREASURER Donald D. Meljac

DIRECTORS

NAME

ADDRESS:

Donald D. Meliac

4380 Enterprise Avenue Naples, Florida 34104

DATED: September 13, 1998

ACCEPTANCE

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

Donald D. Meljac

The foregoing amendments were adopted by the Board of Directors without shareholder action and shareholder action was not required due to the fact that no corporate shares have been issued at this time. The date of adoption of these smendments by the Board of Directors is September 13, 1996.

Signed this 13th day of September, 1998.

William Keith Nolen, Director

Donald D. Mellac: Director

STATE OF FLORIDA COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared William Keith Noien and Donald D. Meljac, the Board of Directors for Panther Engine and Transmission, Inc., to me known to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I hereby set my hand and official seal this 13th day of September, 1998.

Notary Public

My Commission Expires:

