



P 960000 86020
THE COMPANY CORPORATION

111 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone (302) 575-0440 • Fax (302) 575-1346

October 2, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
OCT 17 AM 7:48
TALLAHASSEE, FLORIDA

RE: Green Propulsion Systems, Inc.
P3290711 BOC

700001979447--1
-10/18/96--01016--003
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Green Propulsion Systems, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext.7003, with questions regarding the enclosed application.

Sincerely,

Kimberly Andras
Non-Delaware Filings

enc.

A. ANDERSON OCT 18 1996

ARTICLES OF INCORPORATION
OF
GREEN PROPULSION SYSTEMS, INC

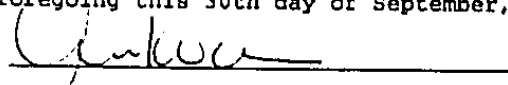
FILED
\$6 OCT 17 1996
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation shall be Green Propulsion Systems, Inc.
- SECOND: The address of the initial registered office of the corporation is 1174 N.E. Topliff Circle, Palm Bay, FL 32907. The name of the registered agent located at said address is Phillip Bockrath.
- THIRD: The principal address of the corporation is same as above.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations be organized under the Florida Business Corporation Act.
- FIFTH: The total authorized stock of this corporation is divided into 10,000 shares at no par value.
- SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Phillip Bockrath- 1174 N.E. Topliff Circle, Palm Bay, FL 32907.
- SEVENTH: The duration of the corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Alison Kochie 1313 N. Market St., Wilmington DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 30th day of September, 1996.



State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 30th day of September, 1996 by Alison Kochie

SUSAN M. GRIFFIN
NOTARY PUBLIC-DELAWARE
Appointed October 6, 1994
Term 2 Years



Notary Public

This document was prepared by Alison Kochie, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440

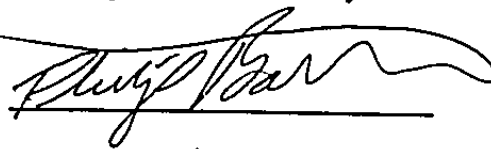
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.

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In compliance with Section 43.091, Florida Statutes, the following is
submitted:

First, this Green Propulsion Systems, Inc.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Palm Bay, State of
Florida, has named Philip Bockrath located at
1174 NE Topliff Circle, Palm Bay, FL
_____ as its agent for service of
process within Florida.

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



9/20/96
Date