

P96000090268
October 23, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 30 AM 11:41

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

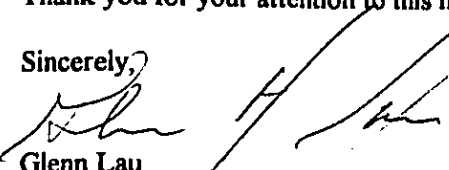
RE: Hamerlock Coupler USA, Inc

Enclosed please find an original and one copy of the Articles of Incorporation and a check in the amount of \$122.50.

After filing of this document, please return one certified copy to address shown below.

Thank you for your attention to this matter.

Sincerely,


Glenn Lau
Hamerlock Coupler USA Inc.
251 SW 40th Avenue
Ocala, FL 34474

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ARTICLES OF INCORPORATION

OF

HAMERLOCK COUPLER USA INC

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **HAMERLOCK COUPLER USA INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

251 SW 40th Avenue, Ocala, FL 34474

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand (1,000) no par stock.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation.

To subscribe for, purchase, invest in, hold, own, assign, pledge or otherwise dispose of capital stock as elected by the Board of Directors.

ARTICLE IV PURPOSE

The general purpose for which this organization is incorporated is:

- To market and sell a product which is a quick and easy hitching system;
- To conduct business and operation and to have one or more offices without restrictions in this state and any other state, territory, possession and dependencies of the United States, District of Columbia and any foreign countries;
- To rent, lease, build and/or purchase a facility for this purpose;
- To expand into any and all other areas of business for the growth of this company;

ARTICLE V - INITIAL REGISTERED AGENT

GLENN LAU, 251 SW 40th Avenue, Ocala, FL 34474

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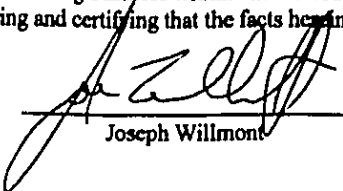
ARTICLE VI - INCORPORATOR

The name and address of the original subscriber of these Article of Incorporation is:

HAMERLOCK COUPLINGS, INC., #102-7311 Vantage Way, Delta BC V4G 1C9, a British Columbia registered corporation.

The undersigned incorporator has executed these Articles of Incorporation this 23rd day of October, 1996.

IN WITNESS WHEREOF, I, JOSEPH WILLMONT, as President of HAMERLOCK COUPLINGS, INC., a British Columbia corporation, being the original incorporator, for doing business within and without the state of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true. I hereunto set my hand and seal this 23rd day of October, 1996.



Joseph Willmont

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFIC/REGISTERED AGENT, IN THE STATE OR FLORIDA.

- 1 - The name of the corporation is: HAMERLOCK COUPLER USA INC
- 2 - The name and address of the registered and office is:

Glenn Lau
251 SW 40th Avenue
Ocala, FL 34474

Having been named to accept service of process for the above stated corporation, at place designated above, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Glenn Lau



P96000090268

November 18, 1996

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

RECEIVED
96 NOV 21 PM 3:05
DIVISION OF CORPORATIONS

RE: Hamerlock Coupler USA Inc
#996A00050547

The above referenced corporation shows the following incorrect spelling of President for HAMERLOCK COUPLINGS, INC. The correct spelling should be JOSEPH WILLMOTT, not WILLMONT.

Will you please change your records to reflect the proper spelling?

Thank you for your attention to this matter.

Sincerely,

Glenn Lau,
President-Hamerlock Coupler USA, Inc.

FIL NOV 21 1996

*Film Only - this does not effect
the any changes in officers for the
corporation.*

251 S.W. 40th Ave., Ocala, FL 34474 (800) 328-6685 (352) 622-4006 Fax: (352) 622-4612