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NAME: EURASIA MOTOR CORPORATION OF FLORIDA, INC.

AUDIT NUMBER.....H97000002926

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

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ARTICLES OF INCORPORATION
OF

EURASIA MOTOR CORPORATION OF FLORIDA, INC.

I, the undersigned, hereby execute and acknowledge these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS OF CORPORATION

The name and address of the corporation shall be:

EURASIA MOTOR CORPORATION OF FLORIDA, INC. located at 1500 Cordova Road, Second Floor, Ft. Lauderdale, Florida 33316.

ARTICLE II

DURATION OF CORPORATION

The corporation shall have a perpetual existence which shall begin on the date of the filing of these Articles of Incorporation with the Department of State.

Prepared by:
Francis X. Santana, Esq.
28 W. Flagler St., Suite 500
Miami, Florida 33130
(305) 371-0959

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE III

PURPOSE

The general purpose for which the corporation is organized includes the transaction of all lawful business for which corporation may be incorporated under this Chapter.

ARTICLE IV

AUTHORIZED CAPITAL

The corporation shall be authorized to issue 100 shares common stock of \$1.00 par value, for the total authorized capital of \$100.00.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

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ARTICLE VI

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Luis H. Roses, Esq., 28 West Flagler Street, Suite 500, Miami, Florida 33130.

ARTICLE VII

DIRECTORS

This corporation shall have one (2) directors, initially. The name and street address of the initial members of the Board of Directors are:

1. MichaelAnne Patterson 1500 Cordova Road, Second Floor
Ft. Lauderdale, Florida 33316
2. Jil Pier 1500 Cordova Road, Second Floor,
Ft. Lauderdale, Florida 33316

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator is:

Luis H. Roses
28 West Flagler Street
Suite 500
Miami, Florida 33130

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ARTICLE IX

OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President

MichaelAnne Patterson
1500 Cordova Road,
Second Floor
Ft. Lauderdale, FL 33316

Secretary

Jill Pier
1500 Cordova Road
Second Floor
Ft. Lauderdale, FL 33316

IN WITNESS WHEREOF, the Incorporator has hereunto subscribed this name, on the 12th day of February, 1997.

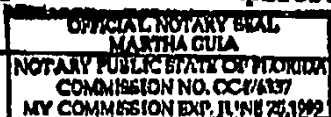

NAME OF INCORPORATOR

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 18th day of February, 1997, by


Notary Public,
State of Florida at Large

My Commission Expires



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS
STATE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That EURASIA MOTOR CORPORATION OF FLORIDA, INC, a corporation, desiring to organize under the laws of the State of Florida, with its principal office at 1500 Cordova Road, Second Floor, Ft. Lauderdale, Florida 33316 has named Luis H. Rosen, Esq., 28 West Flagler Street, Suite 500, Miami, Florida 33130, as its agent to accept service of process within this State.

Dated: 2-13-97


Michélanne Patterson, Director

ACKNOWLEDGMENT

Having been designated to accept service of process for the above named corporation, at the place designated in this Certificate, and agree to comply with the provisions of the Florida Laws relating to keeping open said office.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Registered Agent