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February 18, 1997

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2/20/97
Department of State
Division of Corporations
409 E Gaines Street
Tallahassee, Fl. 32399

SUBJECT : ARTICLES OF INCORPORATION

Enclosed is an original and one (1) copy of the
Articles of Incorporation of TRI POWER ELECTRIC CORP.
and a check for \$ 122.50 (One Hundred Twenty Two Dollars 50/00)

FROM : H&R BLOCK/LMG TAX SERVICE

1051 W. 29th Street

Hialeah, Fl. 33012

Tel (305) 885-2810

Fax (305) 265-7808

FILED
97 FEB 25 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/3/97

ARTICLES OF INCORPORATION
OF
TRI POWER ELECTRIC CORP.

EXPIRATION DATE
2/20/97

The undersigned, in order to form a Corporation, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name and mailing address of this Corporation is
TRI POWER ELECTRIC CORP., 1650 West 44th Place # 116 B
HIALEAH, FLORIDA 33012

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TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This Corporation shall have perpetual existence. The Corporate existence commences on date of execution of The Articles of Incorporation.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AGENT

The name and street address of the initial registered agent of this Corporation is Nelson R. Martinez 1650 W.44th Place # 116 B, Hialeah, Florida 33012

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and address of the initial Directors of this Corporation are :

NAME

ADDRESS

NELSON R MARTINEZ

1650 West 44th Place # 116B
Hialeah, Florida 33012

MARIA E MARTINEZ

1650 West 44th Place # 116B
Hialeah, Florida 33012

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.


ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is NELSON R MARTINEZ 1650 West 44th Place # 116B Hialeah, Fl. 33012

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

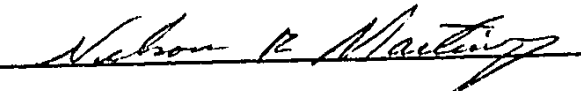
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 20th day of February, 1997


Nelson R. Martinez

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

Dated this 20th day of February, 1997

BY 
Nelson R. Martinez

STATE OF FLORIDA)

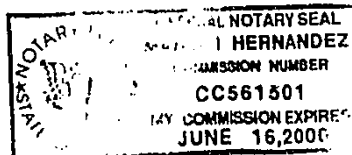
COUNTY OF DADE)

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Nelson R. Martinez, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of TRI POWER ELECTRIC CORP., and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20th day of February, 1997

Maria J. Hernandez
Notary Public, State of Florida at Large

My commission expires:



Sworn to and subscribed before me this

20th day of FEBRUARY 1997
by: NELSON R. MARTINEZ

Signature of

Maria J. Hernandez
Notary's Name, Printed, Stamped or Typed

Personally Known: or Produced ID:

Type of ID produced:

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA