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 MIAMI, FLORIDA 33174 (305) 552-5973
 City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. GROUP ENERGY INTERNATIONAL, INC.
 (Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #) **100002208781--0**

3. _____ (Corporation Name) (Document #) **-06/11/97--01069--007**
******122.50 ****122.50**

4. _____ (Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/REINSTATEMENT	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other

6/11/97

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Examiner's Initials

ARTICLES OF INCORPORATION
OF
GROUP ENERGY INTERNATIONAL, INC.

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TALLAHASSEE FLORIDA

ARTICLE I

NAME

The name of the corporation is:

Group Energy International, Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS

To own, operate, and maintain, and to construct, acquire by purchase, lease or otherwise, electrical power generating plants, engines, turbines, generators, machinery, transmission equipment, railways, vehicles, pipe lines, shipping facilities, and any other means of transportation now or hereafter in use, for the transportation of employees, passengers, freight, mail, goods, wares, containers, merchandise, and other property of every kind and nature and to conduct, engage in, and carry the business of generating electricity, by various means, and description, now or hereafter in use; and to own, operate, maintain, hold and use, purchase, construct, establish, lease, or otherwise acquire, mortgage, create security interests in, and sell, or otherwise dispose of, or deal with terminal properties and depots, and station houses, storage facilities, machine and repair shops, stock and repair yards, facilities of communications by telegraph, telephone, radio, or otherwise, wharves, docks, cars, locomotives, rolling stock, motors, buses, trucks, automobiles, ships and vessels, aircraft and all structures, tools, machinery, appliances and appurtenances and any and all other property, real, personal, or mixed, and wheresoever situated, whether or not similar to any property above described, which may be necessary or useful in

To organize or cause to be organized under the laws of the State of Florida or any state of the United States of America, or of the District of Columbia, or of any territory, dependency, commonwealth or possession of the United States, or any other country, colony, territory or dependency thereof, a corporation or corporations for the purpose of transacting, promoting or carrying on any or all of the objects or purposes for which this Corporation is organized, and to dissolve, wind up, liquidate, merge, or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged, or consolidated.

To borrow money and contract debts; to make, issue and dispose of bonds, debentures, notes and other obligations, secured or unsecured; and to make any lawful contract of guaranty, suretyship, or of any kind whatsoever in connection with, or in aid of any corporation or other organizations any of whose this Corporation owns or in which this Corporation has an interest; to secure contracts, obligations, and liabilities or any thereof, in whole or in part, by mortgage, deed of trust, creation of security interest in, pledge, or other lien, upon any or all of the property of this Corporation wheresoever situated, acquired, or to be acquired.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and all matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of this Corporation, nor shall

privileges granted by the Business Corporation Act of this State to corporations organized thereunder, and amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided however that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry or do.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

750,000 shares, one common class, one cent (\$.01) par value.

ARTICLE IV

CORPORATE EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE


The corporation's initial Registered Agent and Registered Office in the State of Florida are:

Initial Registered Agent: Kenneth Warner
Initial Registered Office: Suite 201
1100 Lee Wagener Blvd.
Fort Lauderdale, Florida 33315

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service

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.


KENNETH WARNER
REGISTERED AGENT

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be one (1).

The name and postal addresses of the initial director of the initial board of directors is:

Name: Kenneth Warner

Address: Suite 200, 1933 S.W. 27th Avenue
Miami, Florida 33145

ARTICLE VII

INCORPORATORS

The name and address of the incorporator executing these Articles of Incorporation is:

Name: Kenneth Warner

Address: Suite 200, 1933 S.W. 27th Avenue
Miami, Florida 33145

ARTICLE VIII

PREEMPTIVE RIGHTS

The shareholders of the common stock of this corporation shall be vested with preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property or past services. The preemptive right of any shareholder is determined by the ratio of

ARTICLE IX

ALIENATION OF SHARES

Any shareholder desiring to sell, pledge, give or otherwise dispose of his or her shares, must first offer, in writing, the shares to be alienated, to the other shareholders of the Corporation in proportion to their existing holdings. Such offer shall be at the same price and on the same terms as may be available to parties other than other shareholders of the Corporation. Said shareholders shall have forty-five (45) days to acquire said shares. Shares that are not so acquired by any one shareholder, shall be made available to the other shareholders. Shares that are not then acquired by any shareholder, may be alienated at the price and terms originally contemplated.

ARTICLE X

INITIAL ADDRESS

The street address in this state of the principal office of the corporation is:

Suite 201
1100 Lee Wagener Blvd.
Fort Lauderdale, Florida 33315

IN WITNESS WHEREOF, the undersigned, as incorporator and initial director has executed the foregoing Articles of Incorporation on this 4th day of June, A.D. 1997.


KENNETH WARNER
INCORPORATOR
INITIAL DIRECTOR

FILED
97 JUN 11 PM 1:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA