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ARTICLES OF INCORPORATION

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TURBOSOURCE INC.

THE UNDERSIGNED susbscriber (s) to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

THE NAME of this Corporation is:

TURBOSOURCE INC.

ARTICLE II. NATURE

THE GENERAL NATURE of the business to be transacted by this Corporation shall be: Import and Export, General Mechanics, Wholesale, resale, retail, new, used and rebuilt turbo parts and turbochargers, purchase and sales of new and used aircraft parts, sales and service of fuel injection parts, diesel and gasoline.

- A. To engage in every aspect and phase of the business of operating a business with the above mentioned characteristics.
- B. To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other States and Countries.
- C. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtednes as required.
- D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- E. To guarantee, endorse, purchase, hold, sell, transfer mortgage, pledge or otherwise acquire or dispose of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation of the State of Fiorida or any other state or government, and while owners of such stock exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

F. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, waresand merchandise and real and personal property of every class and description.

ARTICLE III. CAPITAL STOCK

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

(1,000) one thousand shares common stock, no par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than: (\$1,000.00) one thousand dollars.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this Corporation is:

142 WEST 29TH STREET HIALEAH, FL. 33012

ARTICLE VII. DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

NAME

ADDRESS

DAVIS CUETO - PRESIDENT

11986 SW 12TH ST., PEMBROKE PINES, FLORIDA. 33025

CHARLES A. DUFOUR -VICE-PRESIDENT

7809 W. MADIERA STREET, MRAMAR, FLORIDA. 33023

ARTICLE VIII. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation are:

NAME

ADDRESS

DAVIS CUETO

11986 SW 12TH ST.,

PEMBROKE PINES, FLORIDA. 33025

CHARLES A. DUFOUR

7809 W. MADIERA STREET, MIRAMAR, FLORIDA. 33023

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. REGISTERED AGENT AND REGISTERED ADDRESS

The following individual, has been designated as Registered Agent per Florida Statutes 48.091 to accept service of process within the State of Florida:

DAVIS CUETO

The following is the Registered Address:

11986 SW 12TH STREET, PEMBROKE PINES, FL. 33025

IN WITNESS WHEREOF the party (is) to thes	Articles of Incorporation has (have)
hereunto set his (her) (their) hand (s) and seal (s), this	4TH day of AUGUST .
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HAVING BEEN NAMED to accept service of process for the above stated Corporation, at the place designated above, 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.

DaMusto (SEAL)

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take oaths and acknowledgements in the State of Florida, County of Dade, personally appeared,

DAVIS CUETO AND CHARLES A. DUFOUR

to me known to be the person (s) described as subcriber (s) in and executed this foregoing

Articles of Incorporation, and acknowledged, before me that (he) (they) subscribed the same.

WITNESS my hand and seal in the County and State last aforementioned, this 4TH

day of AUGUST 19 97.

NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires in

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