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CORPORATION(S) NAME

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

97 DEC-5 AH 8: 38
TALLAD SECRET FLORIDA

December 3, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: PRO REMANUFACTURED ENGINES INC.

Ref. Number: W97000026547

We have received your document for PRO REMANUFACTURED ENGINES INC.. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.

A corporation may not act as its own incorporator. Please designate an individual, another active domestic or foreign corporation, with a street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 597A00057126

97 DEC -5 AM II: 34



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

97 DEC-5 AM 8: 38
TALLAHASSEE TOTATE

November 25, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: PRO REMANUFACTURED ENGINES INC.

Ref. Number: W97000026547

We have received your document for PRO REMANUFACTURED ENGINES INC.. However, the document has not been filed and is being returned for the following:

The document must contain a registered agent with a Florida street address and a <u>signed</u> statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

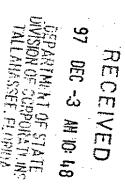
Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 697A00056309



ARTICLES OF INCORPORATION (PROFIT)
$\mathbf{OF} \qquad \qquad \mathbf{OEU} = 5 \mathbf{M} \mathbf{O} = \mathbf{OEU} = 0 \mathbf{OEU} = \mathbf{OEU} = \mathbf{OEU} = 0 \mathbf{OEU} = $
Pro Remanufactured TATE Ngine 38 Loc
TAHASSES STATE
ARTICLES OF INCORPORATION (PROFIT) OF Pro Remanufactured TALETHASSES STATE Paul Pinter undersigned, being of the age of eighteen (18) years
The signed, some of the age of eighteen (10) years
or more, does hereby make and acknowledge these Articles of Incorporation under and
by virtue of the laws of the State of Flori da
1. The name of the Corporation is. Pro Remanufactured Engines Inc.
2. The number of shares the corporation is authorized to issue shall be
•
shares all of one class designated as common stock.
2. The street address and accepts of the initial registered office of the composition is
3. The street address and county of the initial registered office of the corporation is
160 N.W. 24th Street # 25 and the prinapal Boca Rator FL 33432 place of business and the name of the initial registered agent at this address is 15the same.
Boca Raton FL 3343L place of business
and the name of the initial registered agent at this address is
Paul W. PINTER
4. The number of directors constituting the initial board of directors shall be
; and the names and addresses of the persons who are to serve as
directors until the first meeting of shareholders or until their successors are elected and
qualify are
1) Paulw. Pinter-160 N.W. 24th Street #25 BOCA ROTON FL 33437
POOR POLONI EL 321137
<u> </u>
2)
3)
4)

5. To the fullest extent permitted by	_(STATE)
Business Corporation Act as it exists or may hereafter be amended, no person	on who is
serving or who has served as a director of the corporation shall be personall	y liable to
the corporation or any of its shareholders for monetary damages for breach	of duty as a
director. No amendment or repeal of this Article nor the adoption of any pr	ovision of
these Articles of Incorporation inconsistent with this Article shall eliminate of	or reduce the
protection granted herein with respect to any matter that occurred prior to s	uch
amendment, repeal, or adoption.	

- 6. The corporation elects to have pre-emptive rights.
- 7. All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.

	orporator is PRUL W. PINTER
	1. 24th Strait # 25
Boca Raton	PL 33432
Pal W Sunt	11/24/97
Signature	Date

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

pursuant to the provisions of section 607.0501, Florida Statues, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First	that Pro			red En	gines Inc.
		()	Name of Corp laws of the		/
with its incorporat:			as indicate	ed in the	(Florida) articles of
located at_	BOCA (Zaton	(Name of R	egistered A tyof PALM	
State of F. this sate.	lorida, as	ity) its agent	to accept s	ervice of p	(County) rocess within

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, i HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE 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.

Registered Agent