# P98000014843

Creager & Co. 1949 Pierce St. Hollywood, FL 33020 954-922-4576

Secretary of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

000002429960--4 -02/13/98--01031--008 \*\*\*\*\*\*70.00 \*\*\*\*\*\*70.00

Date: February 11, 1998

Re: Power Shift International, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation and my check in the amount of \$ 70.00. This amount represents filing fee and registered agent fee.

Thank You,

Duncan Creager

98 FEB 13 AN 8:50
SECRETARY OF STATE

#### ARTICLES OF INCORPORATION

OF

# Power Shift International, Inc.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

#### ARTICLE I: NAME

Power Shift International, Inc.

# ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10817 SW 188 St. Miami, FL 33157

#### ARTICLE III: SHARES

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

1000 shares of no-par-value common stock.

# ARTICLE IV: INITIAL REGISTERED AGENT

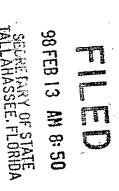
The name and address of the initial registered agent is:

Duncan Creager 1949 Pierce St. Hollywood, FL 33020

#### ARTICLE V: INITIAL BOARD OF DIRECTORS

The names and street address of the initial directors of the corporation are as follows:

Richard Sanchez 10817 SW 188 St. Miami, FL 33157 Gunther Steen 10817 SW 188 St. Miami, FL 33157



# ARTICLE VI: INCORPORATORS

The names and street address of the incorporator to these Articles of Incorporation are:

Duncan Creager 1949 Pierce St. Hollywood, FL 33020

The undersigned incorporator has executed this Article of Incorporation this 11 Day of February 1998.

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# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following designation of registered agent/registered office in the State of Florida:

1. The name of the corporation is:

Power Shift International, Inc.

2. The name and address of the registered agent and office are:

Duncan Creager 1949 Pierce St. Hollywood, FL 33020

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

Bun 2/1/98
Date