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March 25, 1998.

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, Fl 32314

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-03/30/98--01112--011
****122.50 ****122.50

Gentlemen:

Please find enclosed check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50), for filing the attached Articles of Incorporation.

Should there be any questions, please do not hesitate to call me.

Sincerely,


JASON BAILEY

FILED
98 MAR 30 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FILED
98 MAR 30 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HIGH VELOCITY PERFORMANCE, INC.

The undersigned subscribers to these Articles of Incorporation, are natural persons competent to contract hereby form a corporation under the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be

HIGH VELOCITY PERFORMANCE, INC.

The principal place of business of this corporation shall be 3451 S. W. 136TH AVENUE, MIRAMAR, FLORIDA 33027

ARTICLE 11. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful business or activities as permitted under the laws of the United States, the State of Florida or any other State.

ARTICLE 111. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1 par value per share.

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ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 3451 S. W. 136TH AVENUE, MIRAMAR, FL 33027, and the name of the registered agent at the address JASON BAILEY.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under section 1362 of the Internal Revenue Code and that the corporation will file as a **Sub-Chapter S Corporation**.

ARTICLE VI. DIRECTORS

The names and post office address of the members of the first Board of Directors; these said people are the subscribers of these Articles of Incorporation:

Name

Post Office Address

JASON BAILEY

3451 S.W. 136TH AVENUE

MIRAMAR, FL 33027

ARTICLE VI111.

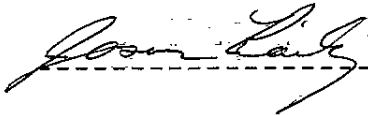
The name and post office address of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof, the proceeds of which amount to

Name	Address	No of Shares	Value
Jason Bailey	3451 S.W. 136th Avenue Miramar, Fl 33027	1000	1.00

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock herein above named, for the purpose of forming a corporation to do business in the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares, herein above set forth, and hereunto set our hand seals this 24th day of March 1998

SIGNED, SEALED AND DELIVERED

in the presence of:

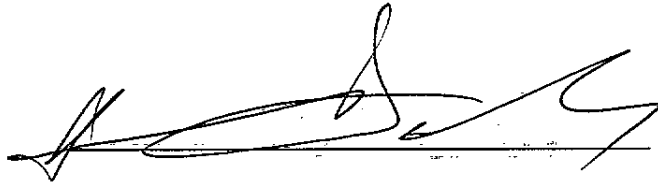
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STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements Jason Bailey, personally appeared to me, well known to be person(s) who executed the foregoing Articles of Incorporation and they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 24th day of March 1998, at Fort Lauderdale, Broward County.



NOTARY PUBLIC, State of Florida

My commission expires:



HOWARD DANIELS
My Commission CC357649
Expires Apr. 04, 1998
Bonded by HAI
800-422-1555

Jason Bailey, 3451 S.W. 136TH AVENUE, MIRAMAR, FL 33027

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

FILED
98 MAR 30 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE:

Jason Bailey

(REGISTERED AGENT)

DATE:

3/26/98