

P980000083600

Michael A. Littman

Attorney at Law
10200 W. 44th Ave. #400
Wheat Ridge, CO 80033
(303)-422-8127 • Fax (303) 422-7796

September 25, 1998

Secretary of State - Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

200002649782--4
-09/28/98-01046-014
*****70.00 *****70.00

Re: Sonic Jet Performance, Inc.

Dear Sir or Madame:

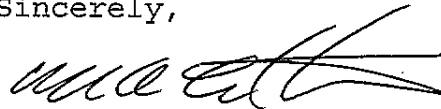
Enclosed please find two originally signed Articles of Incorporation and Certificate of Designations. Please file these documents with your office.

Also enclosed, please find a self-addressed, stamped envelope. Please date stamp one of these copies, and return it to our office.

I have also enclosed a check for \$70.00 to cover the cost of filing. If additional funds are needed, please contact my office at your earliest convenience.

Thank you in advance for your cooperation.

Sincerely,



Michael A. Littman

MAL:cc
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 PM 2:59

9-28-98
15

ARTICLES OF INCORPORATION
OF
SONIC JET PERFORMANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 PM 2:59

The undersigned incorporator, for the purpose of forming corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is SONIC JET PERFORMANCE, INC.

ARTICLE II: PRINCIPAL OFFICE AND REGISTERED OFFICE

The principal office and registered office of the business and mailing address of the corporation is 1855 S. Kanner, Suite 6, Stuart, FL 34994.

ARTICLE III: CAPITAL STOCK

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is one hundred million (100,000,000) shares having a par value of (\$.01) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Michael A. Littman, 1855 S. Kanner, Suite 6, Stuart, FL 34994.

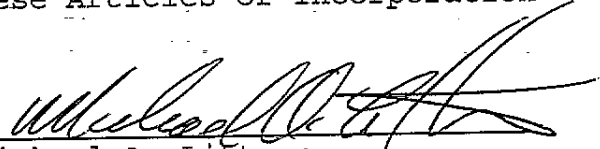
ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Michael A. Littman, 1855 S. Kanner, Suite 6, Stuart, FL 34994.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Michael A. Littman, 1855 S. Kanner, Suite 6, Stuart, FL 34994.

The undersigned has executed these Articles of Incorporation this 24th day of September, 1998.


Michael A. Littman

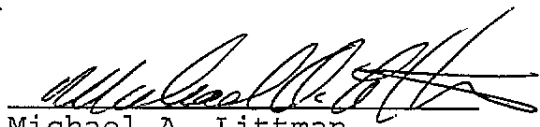
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is Sonic Jet Performance, Inc.

2. The name and address of the registered agent and office is Michael A. Littman, 1855 S. Kanner Highway, Suite 6, Stuart, FL 34994.

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.


Michael A. Littman
September 24, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 PM 2:59