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ARTICLES OF INCORPORATION

OF

BHA JAPANESE DIESEL ENGINE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is BHA JAPANESE DIESEL ENGINE, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 630 NW 71st Street, Miami, FL 33150.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The

consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 630 NW 71st Street, Miami, Florida 33150_and PIERRE ANTOINE ST. PIERRE is the registered agent at that office.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the By-Laws.

The initial Board of Directors of the Corporation shall be comprised of:

PIERRE ANTOINE ST. PIERRE 310 NE 58th Street Miami, Florida 33137 JOCELYNE PIERRE 310 NE 58th S<u>tr</u>eet Miami, Florida 33137

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended by the share-holders or board of directors, in the manner now or hereinafter prescribed by statute or set forth in the Corporation's ByLaws, so

long as same does not conflict with the Florida Statutes.

ARTICLE X: INCORPORATOR

The incorporator of the Corporation is as follows:

PIERRE ANTOINE ST. PIERRE 630 NW 71st Street Miami, Florida 33150

IN WITNESS WHEREOF, I, PIERRE ANTOINE ST. PIERRE, the undersigned incorporator, have signed these Articles of Incorporation on this // day of March 1999 and acknowledged the same to be my act.

PIERRE ANYOINE ST. PIERRE

STATE OF FLORIDA COUNTY OF DADE

NOTARY PUBLIC:

SIGN: Stanley B. Lowin

PRINT: Stanley B. Lewis

Stanley B Lawis

My Commission CC779242

Expires September 29, 2002

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That BHA JAPANESE DIESEL ENGINE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named PIERRE ANTOINE ST. PIERRE located at 630 NW 71st Street in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-ACKNOWLEDGMENT:

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.

BY: PIERRE ANTOINE ST. PIERRE

DATE: <u>3//6/99</u>

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