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Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.

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SECRETARY OF STATE
KATHERINE HARRIS
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

att:

GM JET LUBRICATION II, INC.

same owners as GM JET
Lubrication, Inc.

Certificate of Status	0
Certified Copy	1
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B. McKinnis MAY 18 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 18, 1999

FAS-T CORP.

SUBJECT: GM JET LUBRICATION II, INC.
REF: W99000011549

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FAX Aud. #: H99000011777
Letter Number: 999A00027324

GM JET LUBRICATION II, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, hereby associates himself to form a corporation under the law of the State of Florida. This Corporation shall have perpetual existence.

ARTICLE I - PURPOSE

The purpose of this Corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

ARTICLE II - CAPITAL STOCK

The maximum number of stock that this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having no par value.

ARTICLE III - ADDRESS OF PRINCIPAL OFFICE

The initial principal address, mailing addresses and registered office address of this Corporation is the same as follows: 4681 State Rd 7, Davie Florida 33314. The initial registered agent at such address is Gil Nagar.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4681 State Road 7, Davie, Florida 33314 and the name of the initial registered agent of this corporation at that address is: Gil Nagar.

ARTICLE V - INCORPORATORS

The name and address of the persons signing these articles are:

NAME	ADDRESS
Gil Nagar	4681 State Road 7, Davie, Florida 33314
Moshe Adoni	4681 State Road 7, Davie, Florida 33314

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have one (2) directors and (2) officers initially. The number of directors and officers may be either increased or decreased from time to time by the By-Laws, but shall never be less than one(1). The name and address of the initially director and/or officers of this Corporation is:

NAME	ADDRESS	
Gil Nagar	4681 State Road 7, Davie, Florida 33314	Pres/Director
Moshe Adoni	4681 State Road 7, Davie, Florida 33314	Secretary

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE VIII - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite his name:

Gil Nagar	FIFTY (50) SHARES
Moshe Adoni	FIFTY (50) SHARES

ARTICLE IX - MANAGEMENT OF CORPORATION BY DIRECTORS AND OFFICERS

All corporate powers shall be exercised by or under the authority of the Director and the business affairs of this corporation shall be managed under the direction of the Director of this Corporation.

ARTICLE X -

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this thirteenth (13) day of May, 1999.


Subscriber


Subscriber

Prepared By: Steve Cohen 19032 NE 29 Ave.
Aventura, Florida 33180
Phone# (305)-931-3134

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)

COUNTY OF DADE) SS:

BEFORE ME a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Gil Nagar & Moshe Adoni known to me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this May 13, 1999.



Notary Public, State of Florida

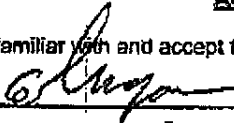


STEPHEN B. COHEN
COMMISSION # CC 698567
EXPIRES NOV 24, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC.

ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Signature



Date

5-13-99

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