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To:

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SECRETARY OF STATE
KATHERINE HARRIS
TALLAHASSEE, FLORIDA

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FLORIDA PROFTT CORPORATION OR P.A.

CUMMINGS ENGINES & PARTS, INC.

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ARTICLES OF INCORPORATION OF
CUMMINGS ENGINES & PARTS, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be CUMMINGS ENGINES & PARTS, INC.

ARTICLE II

DURATION

This corporation is to have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares all at One (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

REGLA M. SIBILA, Esq.
Florida Bar #656630
7951 Bird Road, Suite 204
Miami, FL 33155
PH: (305) 265-0008

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TALLAHASSEE FLORIDA

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ARTICLE V

CORPORATE ADDRESS

The initial street address in the State of Florida of the principal office of this corporation is as follows: 6801 NW 77th Avenue, Unit 202, Miami, Florida 33166.

ARTICLE VI

INITIAL REGISTERED AGENT

The initial Registered Agent of this corporation is as follows: LOUIS P. GARCIA.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

NAME

ADDRESS

LOUIS P. GARCIA

6801 NW 77th Ave., Unit 202
Miami, Florida 33166

ARTICLE VIII

INCORPORATORS

The name and address of the Incorporator signing these Articles is:

NAME

ADDRESS

LOUIS P. GARCIA

6801 NW 77th Ave., Unit 202
Miami, Florida 33166

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ARTICLE IX

AMENDMENT OF BY-LAWS

The power to adopt, alter, amend or appeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose

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of forming a corporation for profit under the laws of the State of Florida.



LOUIS P. GARCIA

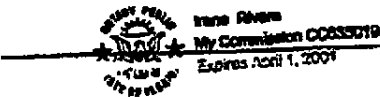
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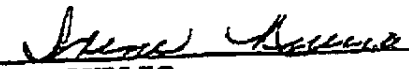
STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared LOUIS P. GARCIA to me well known to be the person described in and who executed the foregoing Articles of Incorporation, as incorporator and acknowledged before me that he subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 3rd day of June, 1999.

My Commission Expires:




NOTARY PUBLIC
State of Florida at Large

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REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That CUMMINGS ENGINES & PARTS, INC.
desiring to organize under the laws of the State of Florida, with
its principal offices as indicated in the Articles of
Incorporation, in the City of Miami, County of Dade, State of
Florida, has named LOUIS P. GARCIA
located at 6801 NW 77th Avenue, Unit 202, Miami
Florida, as its registered agent to accept service of process.

ACKNOWLEDGEMENT

Having been named to accept service of process for the
above stated corporation, at the place designated in this
Certificate, I hereby accept to act in this capacity and agree to
comply with the provisions of said Act relative to keeping said
office open.


LOUIS P. GARCIA

STATE OF FLORIDA)
) ss
COUNTY OF MIAMI-DADE)

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ALAN J. ST. FLORIDA

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I HEREBY CERTIFY that on this day before me, a Notary
Public, duly authorized to take acknowledgements, personally
appeared LOUIS P. GARCIA
to me well known to be the person described in and who executed the
Registered Agent Certificate.

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WITNESS my hand and seal on this 3rd day of

June, 1999

My Commission Expires:



Irene Rivers
NOTARY PUBLIC
State of Florida at Large

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