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June 4, 1999

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-06/07/99--01111--014
*****78.75 *****78.75

Re: POWER BRAKE & EQUIPMENT, INC.
Our File No. 1614-13

Dear Sir/Madam:

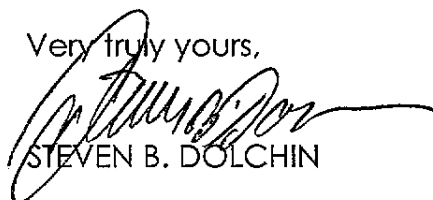
Enclosed herewith is the original Articles of Incorporation of Power
Brake & Equipment, Inc.

Our check, payable to the Secretary of State, in the amount of
\$78.75 is enclosed as payment of the following:

Filing Fee (including Registered Agent Designation)	\$70.00
Certified Copy Fee	<u>8.75</u>
	\$78.75

Please return the certified copy to the attention of the undersigned.
Thank you for your prompt attention and cooperation.

Very truly yours,


STEVEN B. DOLCHIN

SBD:cyr
Enclosures
c:/Kennedy/Sec.State.Ltr/6-3-99

T BROWN JUN - 9 1999

FILED
99 JUN - 7 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
POWER BRAKE & EQUIPMENT, INC.**

FILED
99 JUN -7 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is POWER BRAKE & EQUIPMENT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500.00) shares of One (\$1.00) Dollar par value, voting common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is The Oaks, Suite 202-B; 4330 Sheridan Street, Hollywood, Florida 33021, and the initial registered agent of this corporation at that address is STEVEN B. DOLCHIN.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 4100 North Powerline Road, Suite M-1, Pompano Beach, Florida 33075.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Directors initially. The number of Directors may be increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

ROBERT T. KENNEDY
15500 Queens Grant Court
Davie, Florida 33331

MARK MINTEER
18878 Marsh Hawk Lane
Loxahatchee, Florida 33470

THOMAS C. KENNEDY
2225 N. W. 128th Avenue
Pembroke Pines, Florida 33028

MICHAEL P. KENNEDY
12822 N. W. 22nd Manor
Pembroke Pines, Florida 33028

ARTICLE VIII - BY-LAWS

The By-laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any promoter or incorporator to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is Steven B. Dolchin, The Oaks, Suite 202-B; 4330 Sheridan Street, Hollywood, Florida 33021.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in this Article of Incorporation, to any amendment hereto, and any rights conferred upon the Stockholders are subject to this reservation.

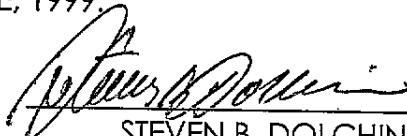
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of June, 1999.


STEVEN B. DOLCHIN

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF ITS DUTIES.

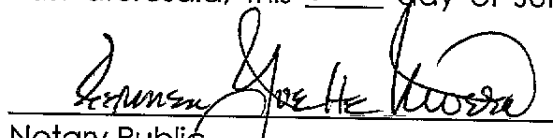
DATED THIS 3rd DAY OF JUNE, 1999.


STEVEN B. DOLCHIN
(Registered Agent)

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

Before me, a Notary Public authorized in the State and County set forth above, personally appeared, STEVEN B. DOLCHIN to me known and known by me to be the person who, as incorporator, executed the foregoing Articles of Incorporation of POWER BRAKE & EQUIPMENT, INC., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County last aforesaid, this 3rd day of June, 1999.


Notary Public
State of Florida at Large

My Commission Expires:

