

95000065712

11:44 AM PUBLIC ACCESS SYSTEM
((H9500009276)) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 3394-0000
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

((H9500009276)) NAME: PETROMAR LTD., INC.
FAX AUDIT NUMBER: H95000008276 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/22/1995 TIME REQUESTED: 11:44:53
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 8 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072460003256

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000009276))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM Connect: 00:23:0

Handwritten signature and scribbles

RECEIVED
95 AUG 22 PM 1:21
FBI
95 AUG 22 PM 1:05
RECEIVED
TALLAHASSEE, FLORIDA

RECEIVED
95 AUG 22 PM 1:21



FLORIDA DEPARTMENT OF STATE
Sandra B. Morihani
Secretary of State

August 22, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: PETROHAR LTD., INC.
REF: W95000016940

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H9500003276
Letter Number: 495A00039273

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

79500009276

TO: Loria Poole
Corporate Specialist
Florida Department of State

FROM: Kirk DeLeon

RE: Petromar Limited, Inc.

DATE: August 22, 1995

Dear Ms. Poole:

This letter confirms our conversation of August 22, 1995. As discussed my client is aware that there is a Petromar, Inc. in existence, however our name is substantially different from this corporation and we will retain our chosen name.

Sincerely,



Kirk DeLeon

79500009276

JAN-01-1900 22:00 FROM

TO

19049224000 P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 23, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: PETROMAR LTD., INC.*OR* PETROMAR LIMITED, INC.
REF: W95000016940

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000009276
Letter Number: 595A00039363

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

495000009276

**ARTICLES OF INCORPORATION OF
PETROMAR LIMITED INC.**

495000009276

This instrument prepared by:

Kirk D. DeLeon, P.A.
2 N.E. 40th Street
2nd Floor East
Miami, Florida 33137
(305) 573-0104
Florida Bar No.: 989959

**ARTICLES OF INCORPORATION OF
PETROMAR LIMITED INC.**

ARTICLE I - NAME

The name of the corporation is Petromar Limited Inc.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida and under the laws of any other country in the world.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is Kirk DeLeon, Esq. 2 N.E. 40th Street, 2nd Floor East, Miami, Florida 33137.

ARTICLE VI - PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the corporation will be located at 12864 Biscayne Blvd. Suite 137, North Miami, Florida 33181-2007.

ARTICLE VII - OFFICERS

The affairs of Petromar Ltd. Inc., shall be managed by a Board of Directors and administered by a President, one or more Vice Presidents, and such other officers as the Board of Directors shall deem desirable. Officers need not be Directors. The officers shall be elected

495000009276

495000009376

95 AUG 29 PM 2:05
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
Page 2

by a majority of those Directors present at the first regularly scheduled meeting of the Board of Directors held each year at which a quorum is present. Each Officer shall serve until resignation or until elections are held at the following year's first regularly scheduled meeting of the Board of Directors at which a quorum is present.

The initial officers of the corporation who shall serve until elections are held and their addresses are:

President, and Secretary - Capt. Carlos Raul Lozano
12864 Biscayne Blvd. - Suite 137
North Miami, Florida 33181-2007

Vice President - Elisa Lozano
12864 Biscayne Blvd. - Suite 137
Miami, Florida 33181 - 2007

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) Director. 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 directors of this corporation are:

Capt. Carlos Raul Lozano 12864 Biscayne Blvd. - Suite 137
North Miami, Florida 33181-2007

Elisa Lozano 12864 Biscayne Blvd - Suite 137
North Miami, Florida 33161

ARTICLE IX - BYLAWS

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

ARTICLE X - INDEMNIFICATION

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

H9 500000927 6

H9 500000927 6

H9 500000 927 6

ARTICLE XI - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator, who is also the person signing these Articles is:

Capt. Carlos Raul Lozano 12864 Biscayne Blvd.
Suite 137
North Miami, Florida 33181-2007

ARTICLES XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Article of Incorporation at Miami, Florida on the 21th day of August, 1995.



Capt. Carlos Raul Lozano

H9 500000 927 6

Articles of Incorporation
Page 4

H9 500000927 6

STATE OF FLORIDA]

COUNTY OF DADE]

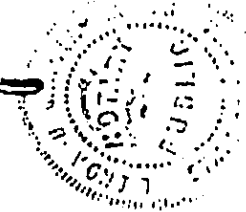
BEFORE ME, the undersigned authority, personally appeared Capt. Carlos Raul Lozano, who is personally know to me and who has provided a passport as identification to verify identity, and he subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to the law that he made an subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, DADE County, Florida, this 26th day of August, 1995.

My Commission Expires:

Notary Public of the State
of Florida at Large

OFFICIAL NOTARY SEAL
LINDA GARCIA RAMOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 218927
MY COMMISSION EXT. JULY 30, 1996



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts to act in the capacity of Registered Agent for Petromar Limited Inc., and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 21th day of August, 1995.

Kirk D. DeLeon, Esq.

This instrument prepared by:

Kirk D. DeLeon, P.A.
2 N.E. 40th Street
2nd Floor East
Miami, Florida 33137
(305) 573-0104
Florida Bar No.: 989959

H9 500000927 6

RECORDED
INDEXED
AUG 29 1995
500000927 6

P95000065712

5 AUG-29-1995 12:08 AM

P.2

PUBLIC ACCESS SYSTEM
 ((H95000009544)) ELECTRONIC FILING COVER SHEET
 TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
 DEPARTMENT OF STATE 1492 W. FLAGLER ST.
 STATE OF FLORIDA SUITE 200
 409 EAST GAINES STREET MIAMI FL 33135-
 TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
 FAX: (904) 922-4000 PHONE: (305) 541-3694
 FAX: (305) 541-3770

((H95000009544)) DOCUMENT TYPE: BASIC AMENDMENT
 NAME: PETROMAR LIMITED INC.
 FAX AUDIT NUMBER: H95000009544 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 08/29/1995 TIME REQUESTED: 12:06:14
 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
 NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX
 ESTIMATED CHARGE: \$35.00 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000009544))
 ** ENTER 'M' FOR MENU, **
 ENTER SELECTION AND <CR>:
 Help F1 Option Menu F2

NUM Connect: 00:22

*Carzone ✓
Linda*

FILED
 95 AUG 30 PM 4:12
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 AUG 30 AM 7:54
 DEPARTMENT OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Murtham
Secretary of State

August 30, 1995

PETROMAR LIMITED INC.
12864 BISCAYNE BLVD.
SUITE 137
NORTH MIAMI, FL 33181-2007

SUBJECT: PETROMAR LIMITED INC.
Ref. Number: P95000065712

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H95000009544
Letter Number: 195A00040353

(9 pages)

69-11-100-0000-00
Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 29, 1995

PETROMAR LIMITED INC.
12864 BISCAYNE BLVD.
SUITE 137
NORTH MIAMI, FL 33181-2007

SUBJECT: PETROMAR LIMITED INC.
REF: P95000065712

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Amendments are filed in compliance with section 607.1006, Florida Statutes.

A corporation can also file a document entitled Restated Articles of Incorporation pursuant to section 607.1007, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H95000009544
Letter Number: 295A00040299

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

H9 5000009544

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
95 AUG 30 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PETROMAR LIMITED, INC.

BEING CHANGED TO: MAROIL, INC.

(CHANGE NAME)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE ONE OF THE ARTICLES OF INCORPORATION IS BEING AMENDED TO CHANGE THE NAME OF THE CORPORATION TO MAROIL, INC.

SEE ATTACHED AMENDED ARTICLES OF INCORPORATION

This instrument prepared by:

Kirk D. DeLeon, P.A.,
2 N.E. 40th Street
2nd Floor East
Miami, Florida 33137
(305) 573-0104
Florida Bar No.: 989959

H9 5000009544

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

08-21-95

THIRD: The date of each amendment's adoption: _____

H9 5000009544

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 21 of AUGUST, 19 95

Signature

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Captain Carlos Raul Lozano

(Type or printed name)

Incorporator

Its

H9 5000009544

H9500009544

**AMENDED
ARTICLES OF INCORPORATION OF
MAROIL, INC.
FORMERLY KNOWN AS PETROMAR LIMITED INC.**

This instrument prepared by:

Kirk D. DeLeon, P.A.
2 N.E. 40th Street
2nd Floor East
Miami, Florida 33137
(305) 573-0104
Florida Bar No.: 989959

H9500009544

H9 5000009544

**AMENDED ARTICLES OF INCORPORATION OF
MAROIL, INC.
FORMERLY KNOWN AS
PETROMAR LIMITED., INC.**

ARTICLE I - NAME

The name of the corporation is changed by resolution of the Board of Directors to MAROIL, Inc.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida and under the laws of any other country in the world.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is Kirk DeLeon, Esq. 2 N.E. 40th Street, 2nd Floor East, Miami, Florida 33137.

ARTICLE VI - PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the corporation will be located at 12864 Biscayne Blvd. Suite 137, North Miami, Florida 33181-2007.

ARTICLE VII - OFFICERS

The affairs of MAROIL, Inc., shall be managed by a Board of Directors and administered by a President, one or more Vice Presidents, and such other officers as the Board of Directors shall deem desirable. Officers need not be Directors. The officers shall be elected by a majority of those Directors present at the first regularly scheduled meeting of the Board of

H9 5000009544

Directors held each year at which a quorum is present. Each Officer shall serve until resignation or until elections are held at the following year's first regularly scheduled meeting of the Board of Directors at which a quorum is present.

The initial officers of the corporation who shall serve until elections are held and their addresses are:

President, and Secretary - Capt. Carlos Raul Lozano
12864 Biscayne Blvd. - Suite 137
North Miami, Florida 33181-2007

Vice President - Elisa Lozano
12864 Biscayne Blvd. - Suite 137
Miami, Florida 33181 - 2007

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) Director. 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 directors of this corporation are:

Capt. Carlos Raul Lozano 12864 Biscayne Blvd. - Suite 137
North Miami, Florida 33181-2007

Elisa Lozano 12864 Biscayne Blvd - Suite 137
North Miami, Florida 33161

ARTICLE IX - BY LAWS

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

ARTICLE X - INDEMNIFICATION

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

H9 5000 009544

H9 5000 009544

ARTICLE XI - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator, who is also the person signing these Articles is:

Capt. Carlos Raul Lozano 12864 Biscayne Blvd.
Suite 137
North Miami, Florida 33181-2007

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Article of Incorporation at Miami, Florida on the ____th day of August, 1995.

Capt. Carlos Raul Lozano

H9 500000 9 5 4 4

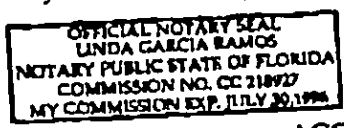
H9 500000 9 5 4 4

STATE OF FLORIDA
COUNTY OF DADE]

BEFORE ME, the undersigned authority, personally appeared Capt. Carlos Raul Lozano, who is personally know to me and who has provided a passport as identification to verify identity, and he subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to the law that he made an subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, DADE County, Florida, this 11 th day of August, 1995.

My Commission Expires:



[Signature]
Notary Public of the State
of Florida at Largo



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts to act in the capacity of Registered Agent for MAROIL, Inc., and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 21 th day of August, 1995.

[Signature]
Kirk D. DeLeon, Esq.

This instrument prepared by:

Kirk D. DeLeon, P.A.,
2 N.E. 40th Street
2nd Floor East
Miami, Florida 33137
(305) 573-0104
Florida Bar No.: 989959

H9 5000009544

H9 5000009544