

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P000000064197

Energy Production
Inc.

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*****70.00 *****70.00

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| <input checked="" type="checkbox"/> | Art of Inc. File | FILED 00 JUL -3 PM 12:13 TALLAHASSEE, FLORIDA |
| <input type="checkbox"/> | LTD Partnership File | |
| <input type="checkbox"/> | Foreign Corp. File | |
| <input type="checkbox"/> | L.C. File | |
| <input type="checkbox"/> | Fictitious Name File | |
| <input type="checkbox"/> | Trade/Service Mark | |
| <input type="checkbox"/> | Merger File | |
| <input type="checkbox"/> | Art. of Amend. File | |
| <input type="checkbox"/> | RA Resignation | |
| <input type="checkbox"/> | Dissolution / Withdrawal | |
| <input type="checkbox"/> | Annual Report / Reinstatement | RECEIVED 00 JUL -3 AM 10:49 DEPARTMENT OF STATE DIVISION OF CORPORATE REGISTRATION TALLAHASSEE, FLORIDA |
| <input type="checkbox"/> | Cert. Copy | |
| <input checked="" type="checkbox"/> | Photo Copy | |
| <input type="checkbox"/> | Certificate of Good Standing | |
| <input type="checkbox"/> | Certificate of Status | |
| <input type="checkbox"/> | Certificate of Fictitious Name | |
| <input type="checkbox"/> | Corp Record Search | |
| <input type="checkbox"/> | Officer Search | |
| <input type="checkbox"/> | Fictitious Search | |
| <input type="checkbox"/> | Fictitious Owner Search | |
| <input type="checkbox"/> | Vehicle Search | JUL 3 - 2000 A. Burch |
| <input type="checkbox"/> | Driving Record | |
| <input type="checkbox"/> | UCC 1 or 3 File | |
| <input type="checkbox"/> | UCC 11 Search | |
| <input type="checkbox"/> | UCC 11 Retrieval | |
| <input type="checkbox"/> | Courier | |

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

7/3/00 10:02

ARTICLES OF INCORPORATION
OF
CENERGY PRODUCTIONS, INC.

FILED
00 JUL -3 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be CENERGY PRODUCTIONS, INC.

ARTICLE II. PRINCIPLE OFFICE

EFFECTIVE DATE
06-30-00

The principle place of business and mailing address of this corporation shall be 1000 Venetian Way, #1003, Miami Beach, Florida 33139. Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors or Stockholders.

ARTICLE III. PURPOSE

The general nature of the business to be transacted by the corporation shall include any or all lawful business with all powers conferred upon Corporations by the Laws of the State of Florida. The corporation may adopt, change, amend and repeal By-laws, not inconsistent with law or its Certificate of Incorporation, for the exercise of its corporate powers, the management, regulation and government of its affairs and property, the transfer on its records of its stock or other evidence of interest or membership, and the calling and holding of meetings of its Stockholders. The corporations may also increase or diminish, by vote of its Stockholders, Shareholders, or members, cast as the By-laws may direct, the number of Directors, managers or trustees, provided, that the number shall never be less than one (1). Further, the corporation may make and enter into all contracts necessary and proper for the conduct of its business.

ARTICLE IV. SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-thousand (1000) shares of (\$1.00) One Dollar par value. Initially, same shall be distributed 50% to CARLOS M. PEREZ and 50% to CYNTHIA J. BROWN.

ARTICLE V. EXISTENCE.

The corporation shall have perpetual existence.

ARTICLE VI. BEGINNING DATE

The date when the corporation existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereon, and are subsequently approved by the Secretary of State and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The Initial Registered Agent and street address are as follows:

| <u>NAME</u> | <u>STREET ADDRESS</u> |
|------------------|--|
| RONALD J. ISRIEL | 80 S.W. 8 th Street Suite 1720 Miami, Florida 33130 |

ARTICLE VIII. INCORPORATOR AND STREET ADDRESSES

The name and street address of each of the incorporators to these Articles of Incorporation are as follows:

| <u>NAME</u> | <u>STREET ADDRESS</u> |
|------------------|--|
| CARLOS M. PEREZ | 1000 Venetian Way #1003 Miami Beach, Florida 33139 |
| CYNTHIA J. BROWN | 600 N.E. 31 st Street #22 Miami, Florida 33137 |

ARTICLE IX. INITIAL BOARD OF DIRECTORS
AND STREET ADDRESSES

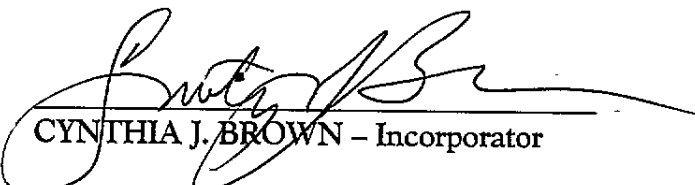
The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence, or, until their successors are elected or appointed and have qualified, is as follows: There shall at no time be less then (1) director.

| <u>NAME</u> | <u>TITLE</u> | <u>STREET ADDRESS</u> |
|------------------|--------------|--|
| CYNTHIA J. BROWN | Pres/ Dir. | 600 N.E. 31 st Street #22 Miami, Florida 33137 |
| CARLOS M. PEREZ | V-Pres./Dir. | 1000 Venetian Way #1003 Miami Beach, Florida 33139 |

THE UNDERSIGNED INCORPORATOR has executed these Articles of

Incorporation this 30 day of June 2000.



CARLOS M. PEREZ - Incorporator

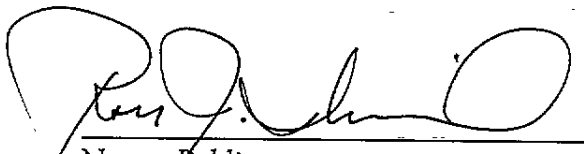

CYNTHIA J. BROWN - Incorporator

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I **HEREBY CERTIFY** that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments **CARLOS M. PEREZ** and **CYNTHIA J. BROWN**, who produced FL DL #P620-113-66-371-D / 5656-110-61-876-D as identification, and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 30th day of June, 2000.

 Ronald J Isriel
My Commission CC828071
Expires May 1, 2003


Notary Public

FILED

00 JUL -3 PM 12:14

**CERTIFICATE OF DESIGNATING OF
REGISTERED AGENT/ REGISTERED OFFICE OF**

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

CENERGY PRODUCTIONS, INC.

Pursuant to the provisions of Section 607.0501 or 617.050, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida:

1. The name of the Corporation is **CENERGY PRODUCTIONS, INC.**
2. That **CENERGY PRODUCTIONS, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Miami, County of Miami-Dade, State of Florida, has named **RONALD J. ISRIEL, 80 S.W. 8th Street, Suite 1720, Miami, Florida 33130** County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

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.

Dated this 30th day of June 2000.

By: 
RONALD J. ISRIEL