

F98000000151

Requester's Name
 01/05/01
 Robin D. Frank
 Phone 409-447-1475
 Company TEXAS/GULF ENVIRONMENTAL INC.
 Address 5300 HOLLISTER ST STE 530
 HOUSTON TX ZIP 77040

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)

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 -01/08/01--01113--016
 *****35.00 *****35.00

- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

01 FEB -7 PM 2:05
 FILED
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

nc

T. LEWIS FEB 8 2001

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 12, 2001

ROBIN D. FRANKS
TEXS/GULF ENVIRONMENTAL, INC.
5300 HOLLISTER STREET, SUITE 530
HOUSTON, TX 77040

SUBJECT: TEXAS/GULF ENVIRONMENTAL, INC.
Ref. Number: F98000000151

We have received your document for TEXAS/GULF ENVIRONMENTAL, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

~~An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.~~

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 (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 501A00001981

ATTACHED

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

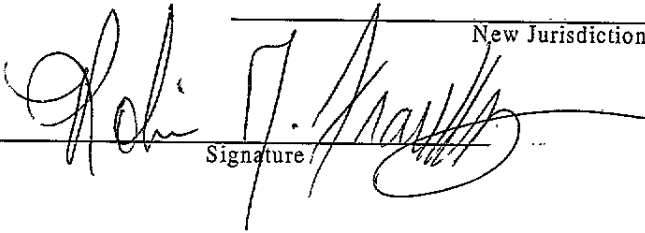
SECTION I
(1-3 MUST BE COMPLETED)

FILED
01 FEB -7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Texas/Gulf Environmental, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Texas
Incorporated under laws of
3. 1/9/98
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 10/10/00
5. TGE Resources, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
No Change
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
No Change
New Jurisdiction


Signature

1/05/2001
Date

Robin D. Franks
Typed or printed name

President
Title



The State of Texas

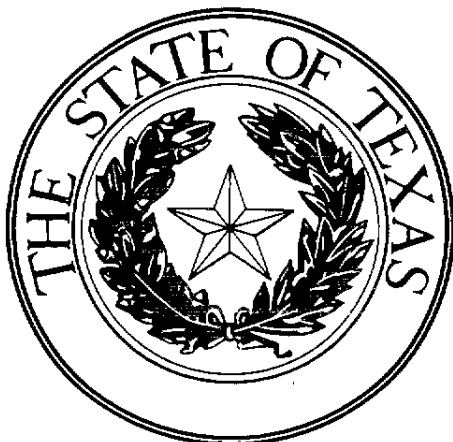
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

TGE RESOURCES, INC.
FORMERLY: TEXAS/GULF ENVIRONMENTAL, INC.
FILE NO. 1305190-00

ARTICLES OF AMENDMENT

OCTOBER 18, 2000

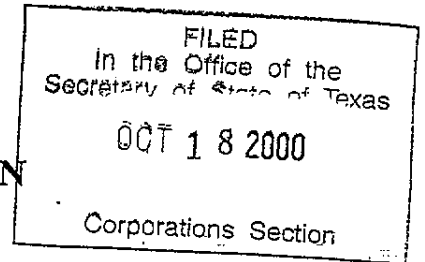


IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 31, 2001.

Henry Cuellar
Secretary of State

VT

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
TEXAS/GULF ENVIRONMENTAL, INC.



Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

The present name of the Corporation is Texas/Gulf Environmental, Inc..

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the shareholders of the Corporation on October 10, 2000.

The amendment alters ARTICLE ONE of the Corporation's original Articles of Incorporation to read as follows:

"The name of the Corporation is TGE Resources, Inc."

ARTICLE THREE

The holders of all one thousand (1,000) shares outstanding and entitled to vote on the amendment have signed a consent in writing adopting the amendment.

Dated: October 10, 2000.

TEXAS/GULF ENVIRONMENTAL, INC.

By: 

Robin D. Franks, President

**ACTION OF THE SHAREHOLDERS OF
TEXAS/GULF ENVIRONMENTAL, INC.
BY
UNANIMOUS WRITTEN CONSENT IN LIEU OF SPECIAL MEETING**

October 10, 2000

The undersigned, **Robin D. Franks**, constituting all the current holders of the voting common stock of **Texas/Gulf Environmental, Inc.**, a Texas corporation, do, by this writing, consent to take the following action, to adopt the following resolutions, and to transact the following business of the Corporation, all in lieu of a special meeting of the Corporation's shareholders.

RESOLVED that the Corporation change its name to "**TGE Resources, Inc.**"; and

RESOLVED, FURTHER, that the Corporation's officers be and are hereby authorized and directed to cause proper articles of amendment to the Corporation's articles of incorporation, reflecting the change of the Corporation's name to "**TGE Resources, Inc.**", to be filed with the office of the Texas Secretary of State; and

RESOLVED, FURTHER, that the Corporation's President, **Robin D. Franks**, be and is hereby authorized and directed to cause proper articles of amendment to the Corporation's articles of incorporation, reflecting the change of the Corporation's name to "**TGE Resources, Inc.**", to be filed with the office of the Texas Secretary of State.

It is directed that this consent be filed with the minutes of the meetings of the Board of Directors of the Corporation. This consent is executed pursuant to Article 9.10A of the Texas Business Corporation Act and the Corporation's bylaws, which authorize the taking of any action which the shareholders may take at a meeting of shareholders by unanimous written consent in lieu of meeting.

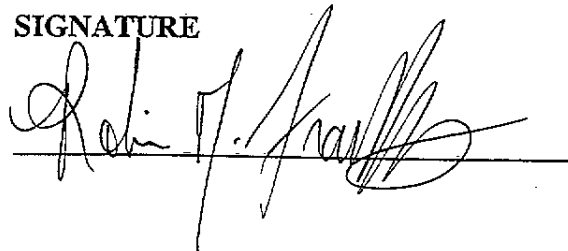
SHAREHOLDER

SHARES

SIGNATURE

Robin D. Franks

1000



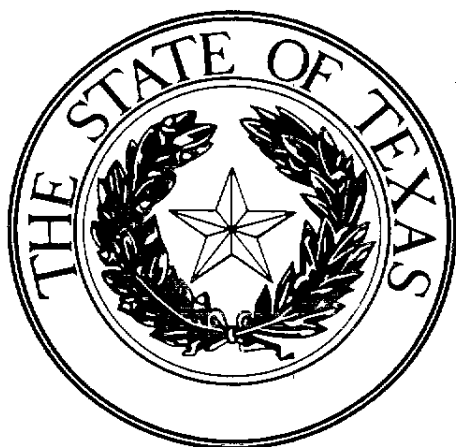


The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of the State of Texas, DO HEREBY CERTIFY that TGE RESOURCES, INC. File No. 1305190-00 filed articles of incorporation on MARCH 14, 1994 under its original name of TEXAS/GULF ENVIRONMENTAL, INC. as set forth in that document; and that articles of amendment were filed on OCTOBER 18, 2000 changing the name from TEXAS/GULF ENVIRONMENTAL, INC. to TGE RESOURCES, INC., and that the corporation is currently in existence.

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 31, 2001.



Henry Cuellar

Henry Cuellar VT
Secretary of State

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TO THE ARTICLES OF INCORPORATION
OF
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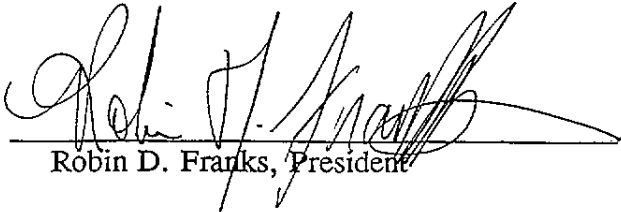
ARTICLE THREE

The holders of all one thousand (1,000) shares outstanding and entitled to vote on the amendment have signed a consent in writing adopting the amendment.

Dated: October 10, 2000.

TEXAS/GULF ENVIRONMENTAL, INC.

By: _____


Robin D. Franks, President

**ACTION OF THE SHAREHOLDERS OF
TEXAS/GULF ENVIRONMENTAL, INC.**

BY

UNANIMOUS WRITTEN CONSENT IN LIEU OF SPECIAL MEETING

October 10, 2000

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RESOLVED, FURTHER, that the Corporation's President, **Robin D. Franks**, be and is hereby authorized and directed to cause proper articles of amendment to the Corporation's articles of incorporation, reflecting the change of the Corporation's name to "**TGE Resources, Inc.**", to be filed with the office of the Texas Secretary of State.

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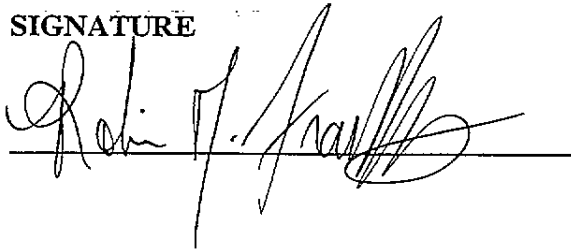
SHAREHOLDER

SHARES

SIGNATURE

Robin D. Franks

1000



A handwritten signature in black ink, appearing to read "Robin D. Franks", is written over a horizontal line. The signature is stylized and cursive.

WITHDRAWAL NOTICE OF ASSUMED NAME

NOTICE:
THIS CERTIFICATE OF WITHDRAWAL WHEN PROPERLY
EXECUTED IS TO BE FILED IMMEDIATELY WITH THE COUNTY CLERK.

NAME OF BUSINESS BEING ABANDONED: T/GE Resources

BUSINESS ADDRESS 5300 Hollister, Suite 530

CITY Houston STATE Texas ZIP 77040

Give date original assumed name was filed in this office June 17, 1996

Name other filing offices, if any, where you filed the same assumed name None

Each of the undersigned has this day withdrawn from or disposed of his/her interest in the above mentioned business and is no longer connected with the same, and will not be responsible for debts contracted by said business after the filing of this Withdrawal Notice as prescribed by law.

-NAMES OF OWNERS-

NAME Robin Franks SIGNATURE _____
(print or type)
Residence Address 11015 Elm Bridge Ct.
City: Houston State: Texas Zip: 77065

NAME Robin D. Franks SIGNATURE Robin D. Franks
(print or type)
Residence Address _____
City: _____ State: _____ Zip: _____

NAME _____ SIGNATURE _____
(print or type)
Residence Address _____
City: _____ State: _____ Zip: _____

NAME _____ SIGNATURE _____
(print or type)
Residence Address _____
City: _____ State: _____ Zip: _____

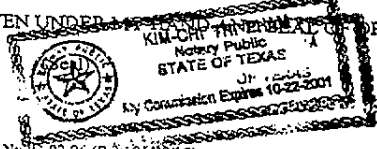
If this instrument is executed by an attorney-in-fact, the attorney-in-fact hereby states that s/he/they has/have been duly authorized in writing by his/her principal to execute and acknowledge the same.

THE STATE OF TEXAS §
COUNTY OF HARRIS §

BEFORE ME, THE UNDERSIGNED AUTHORITY, on this day personally appeared Robin Franks

known to me to be the person(s) whose name(s) is/are subscribed to the foregoing instrument and acknowledged to me that s/he/they is/are the owner(s) of the above named business and that s/he/they signed the same for the purpose and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, on October 11, 2000



[Signature]
Deputy County Clerk /Notary Public in and for the State of Texas