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**DeFABIO AND FENN, P.A.**

ATTORNEYS AT LAW

SUITE 430

2121 PONCE DE LEON BOULEVARD

CORAL GABLES, FLORIDA 33134

TELEPHONE: (305) 448-7200

FAX: (305) 444-0913

e-mail: defenn@bellsouth.net

GEORGE J. DeFABIO

LEONARD P. FENN

June 12, 2000

700003288247--7

-06/14/00--01034--004

\*\*\*\*122.50 \*\*\*\*\*78.75

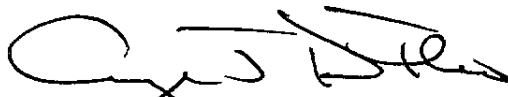
Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**RE: ENA OIL AND GAS COMPANY  
PANGEL HOLDINGS, INC.**

Dear Sir or Madam:

Please be advised that this office represents the above-mentioned clients in this matter. Enclosed please find the originals articles of incorporation, along with two checks in the amount of \$122.50.

Very Truly Yours,



George J. DeFabio, Esq.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2000 JUN 14 2 11:04

FILED

as 4/20

FILED

2008 JUN 14 10:11:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**PANGEL HOLDINGS, 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 **PANGEL HOLDINGS, 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 of all one class at one (\$1.00) Dollar each par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V**

**CORPORATE ADDRESS**

The initial street address in the State of Florida of the principal office of this corporation is as follows:

2121 Ponce de Leon Boulevard  
Suite 430  
Coral Gables, Florida 33134

**ARTICLE VI**

**INITIAL REGISTERED AGENT**

The initial Registered Agent of this corporation is as follows:

GEORGE J. DeFABIO, ESQ.  
2121 Ponce de Leon Boulevard  
Suite 430  
Coral Gables, Florida 33134

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

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

**NAME**

**ADDRESS**

ALEXANDRIA WILLIAMS

175 Grove Hall Court  
Hall RD  
London NW8 9NU

**ARTICLE VIII**

**INCORPORATORS**

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

**NAME**

**ADDRESS**

ALEXANDRIA WILLIAMS

175 Grove Hall Court  
Hall RD  
London NW8 9NU

**ARTICLE IX**

**AMENDMENT OF BY-LAWS**

The power to adopt, alter, amend, or repeal 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.

## AMENDMENT OF ARTICLES

FILED

2000 JUN 14 AM 11:04

**REGISTERED AGENT CERTIFICATE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

FIRST - That **PANGEL HOLDINGS, 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 GEORGE J. DeFABIO, located at 2121 Ponce de Leon Boulevard, Suite 430, Coral Gables, 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.

BY:   
GEORGE J. DeFABIO

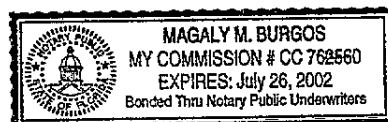
STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     )

I **HEREBY CERTIFY** that on this day before me, a Notary Public, and duly authorized in the State and County above named to take acknowledgements, personally appeared GEORGE J. DeFABIO, to me well known to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal on this 6<sup>th</sup> day of June, 2000.

  
PUBLIC NOTARY

My Commission Expires:



0000000059578

**DeFABIO AND FENN, P.A.**

ATTORNEYS AT LAW  
SUITE 430  
2121 PONCE DE LEON BOULEVARD  
CORAL GABLES, FLORIDA 33134  
TELEPHONE: (305) 448-7200  
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GEORGE J. DeFABIO  
LEONARD P. FENN

June 12, 2000

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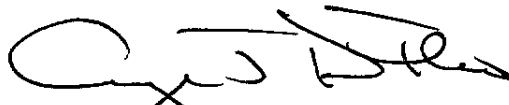
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George J. DeFabio, Esq.

FILED  
2000 JUN 14 AM 11:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

as 6/20

FILED

2000 JUN 14 AM 11:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

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

**NAME**

**ADDRESS**

ALEXANDRIA WILLIAMS

175 Grove Hall Court  
Hall RD  
London NW8 9NU

**ARTICLE VIII**

**INCORPORATORS**

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

NAME

ADDRESS

ALEXANDRIA WILLIAMS

175 Grove Hall Court  
Hall RD  
London NW8 9NU

**ARTICLE IX**

**AMENDMENT OF BY-LAWS**

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**ARTICLE X**

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**ARTICLE XI**

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**ARTICLE XII**

**AMENDMENT OF ARTICLES**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.

  
ALEXANDRIA WILLIAMS

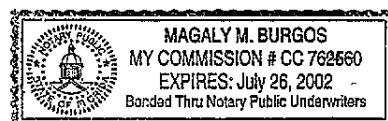
STATE OF FLORIDA )  
                                  )ss  
COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County above named to take acknowledgements, personally appeared ALEXANDRIA WILLIAMS before me and known to be the person described in and who executed the foregoing Articles of Incorporation, as the incorporator and acknowledged before me that she subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 31<sup>st</sup> day of May, 2000.

  
NOTARY PUBLIC

My Commission Expires:



FILED

2000 JUN 14 AM 11:04

**REGISTERED AGENT CERTIFICATE**


SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**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.

BY:   
GEORGE J. DeFABIO

STATE OF FLORIDA     )  
                                  )  
COUNTY OF DADE     )

**I HEREBY CERTIFY** that on this day before me, a Notary Public, and duly authorized in the State and County above named to take acknowledgements, personally appeared GEORGE J. DeFABIO, to me well known to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal on this 6<sup>th</sup> day of June, 2000.

  
PUBLIC NOTARY

My Commission Expires:

