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**FLORIDA PROFIT CORPORATION OR P.A.**

**EWING OIL III, INC.**

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ARTICLES OF INCORPORATION  
OF

EWING OIL III, INC.

The undersigned hereby agrees to organize a corporation in accordance with Chapter 607, Florida Statutes (the Florida General Corporation Act) as follows:

ARTICLE I. NAME

The name of the corporation: EWING OIL III, INC.

ARTICLE II. CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual commencing upon filing of these Articles of Incorporation unless dissolved according to law.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business is to engage in any activity, business or enterprise permitted under the laws of the United State of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issued and have outstanding at any one time is One Thousand (1,000) shares of common stock, One (\$ 1.00) Dollar par value.

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of these stocks.

ARTICLE V. INITIAL OFFICE

The initial address of the principal office of the Corporation shall be 6405 N.W. 36 Street, Suite 117, Miami, FL 33166.

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Isabel V. Ferreiro  
6555 N.W. 36 Street, Suite 222  
Miami, Florida 33166  
(305) 870-9333

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#### ARTICLE VI. DIRECTORS

The number of directors constituting the initial board of directors shall be four (4). The number of directors may increased or decreased as provided by the Bylaws of the Corporation.

The name and address of the person who shall serve as the initial directors are:

President

Sabino Sosa  
3101 S.W. 102 Avenue  
Miami, FL 33165

Vice-President

Pedro M. Capote  
6141 N.W. 40 Terrace  
Virginia Gardens, FL 33166

Treasurer

Juan C. Capote  
5041 N.W. 114 Court  
Miami, FL 33178

Secretary

Richard Capote  
1280 Raven Avenue  
Miami Springs, FL 33166

#### ARTICLE VIII. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Richard Capote  
1280 Raven Avenue  
Miami Springs, FL 33166

#### ARTICLE VIII. REGISTER AGENT

The name and address of the initial Register Agent of the Corporation is:

Richard Capote  
1280 Raven Avenue  
Miami Spring, FL 33166

The Board of Directors may, from time to time, move the registered Office of the Corporation to any other address in the State of Florida.

#### ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) of any or all the shares previously issued, and/or any new issue of stocks for cash of this corporation at the price which it is offered to others.

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H00000039471 ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the incorporator have signed these Articles of Incorporation this 26th day of July, 2000.

Richard Capote  
Richard Capote - Incorporator

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

SS:

The foregoing instrument was acknowledged before me this 26th day of July, 2000, by Richard Capote, Incorporator of EWING OIL III, INC., a Florida Corporation on behalf of the corporation. He has identified himself to me with a valid Florida Drivers License, number \_\_\_\_\_ and did take an oath.

WITNESS MY HAND and official seal, this 26th day of July, 2000.

Isabel V. Ferreiro  
Notary Public, State of Florida



ISABEL V. FERREIRO  
COMMISSION # CC 722664  
EXPIRES MAR 8, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

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