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DAVID M. BOVI, P.A.

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February 21, 2001

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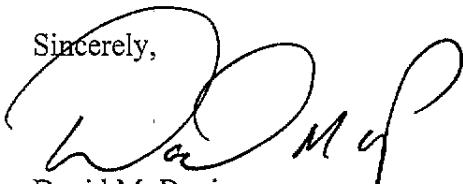
Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Rock Petroleum, Inc.

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$70.00, representing the filing fees for the above-named proposed Florida corporation.

Thank you for your assistance in this matter.

Sincerely,



David M. Bovi  
David M. Bovi, P.A.  
319 Clematis Street, Suite 804  
West Palm Beach, FL 33401

FILED  
01 FEB 23 AM 10:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch FEB 26 2001

ARTICLES OF INCORPORATION

OF

ROCK PETROLEUM, INC.

FILED  
01 FEB 23 AM 10:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. CORPORATE NAME.

The name of this corporation is Rock Petroleum, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are Loggerhead Plaza, Suite 295, 14255 U.S. Highway One, Juno Beach, Florida 33408.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, \$0.001 par value.

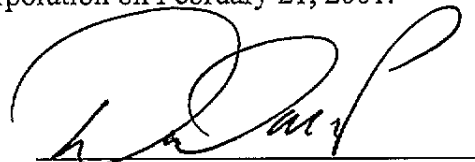
ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are David M. Bovi, P.A., 319 Clematis Street, Suite 812, West Palm Beach, Florida 33401.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation are David M. Bovi, P.A., 319 Clematis Street, Suite 812, West Palm Beach, Florida 33401.

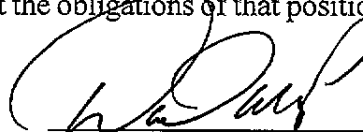
The undersigned incorporator has executed these articles of incorporation on February 21, 2001.



David M. Bovi, P.A.  
David M. Bovi, President

**Acceptance of Registered Agent**

Having been named to accept service of process for Rock Petroleum, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accept the obligations of that position pursuant to F.S. 607.0501(3)

A handwritten signature in black ink, appearing to read 'David M. Bovi', written over a horizontal line.

David M. Bovi,  
February 21, 2001