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Florida Department of State
 Division of Corporations
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 Katherine Harris, Secretary of State

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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To:
 Division of Corporations
 Fax Number : (850) 205-0381

From:
 Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
 Account Number : 110432003053
 Phone : (305) 672-0686
 Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

PETROFAST, INC.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
PETROFAST, INC.

Article II. Address

The Corporation's mailing address is:
PETROFAST, INC.
1101 Brickell Avenue
Suite 1100
Miami FL 33131

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
J. David Peña
1101 Brickell Avenue
Suite 1100
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Jaime Ariza

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

J. David Peña | FL Bar Member 0651400
J. David Peña, P.A.
1101 Brickell Avenue
Suite 1100
Miami FL 33131
305-372-0182
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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

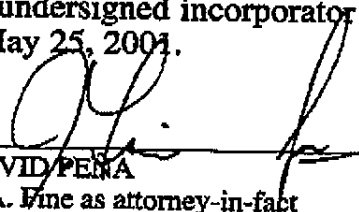
The name and address of the incorporator is:

J. David Peña
J. David Peña, P.A.
1101 Brickell Avenue
Suite 1100
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 25, 2001.

The undersigned incorporator executed these Articles of Incorporation on May 25, 2001.



J. DAVID PEÑA

by J.A. Fine as attorney-in-fact

J. David Peña | FL Bar Member 0651400
J. David Peña, P.A.
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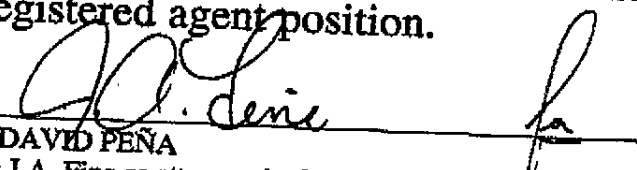
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
PETROFAST, INC.

REGISTERED AGENT/OFFICE:

**J. David Peña
1101 Brickell Avenue
Suite 1100
Miami FL 33131**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


J. DAVID PEÑA
by J.A. Fine as attorney-in-fact

Date: May 25, 2001

**J. David Peña | FL Bar Member 0651400
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