

TRANSMITTAL LETTER

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

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-06/06/01--01035--006
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SUBJECT: BLACK GOLD FUEL MANAGEMENT SYSTEMS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: DR. STEVEN KRINGOLD
Name (Printed or typed)

EFFECTIVE DATE
05-30-01

3300 INVERARY BLVD. SUITE E
Address

LAUDERHILL, FLORIDA 33319
City, State & Zip

954-714-1040
Daytime Telephone number

FILED
01 JUN -6 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. Burch JUN 11 2001

ARTICLES OF INCORPORATION
prepared on May 30, 2001
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

FILED
01 JUN -6 PM 2:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I
CORPORATION NAME:

Legal Name: Black Gold Fuel Management Systems, Inc.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS:

The address where the corporation's principal place of business will be located is:
Street Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
County: Broward
Telephone: (954)714-1040

Mailing Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319

EFFECTIVE DATE
05-30-01

ARTICLE III
BUSINESS ACTIVITIES: This corporation will begin on May 30, 2001, with an initial number of employees of approximately 4, and anticipated first year gross revenues of approximately \$10,000,000.00.

The primary activities of the corporation can be described as follows: To offer products, filters, fuel blenders, additives, filter housings and parts related to manufacture and services, and training programs and testing services and monitoring for containment of the fuel..

ARTICLE IV
GEOGRAPHICAL AREA OF BUSINESS OPERATIONS:

The business will conduct its operations in the following geographical area: Daytona, Florida area..

ARTICLE V
STOCK:

The corporation will authorize the following number of shares: 1,200,000

The shares will be: par value of \$0.0010 per share

The shareholders will have preemptive rights with respect to additional shares of stock sold by the corporation.

The shareholders will be required to first offer their shares to the corporation before selling to other parties.

ARTICLE VI
FISCAL YEAR:

The fiscal year of the corporation will end each year on December 31.

ARTICLE VII DIRECTORS:

The following persons will be the initial directors of the corporation:

Name: Michael Shetley
Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954)714-1040

Name: Nancy Shetley
Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954) 714-1040

Each director will serve for a term of one year(s).

The directors will not be personally liable to the corporation or its shareholders for obligations arising out of the performance of the directors' duties.

ARTICLE VIII OFFICERS:

The following persons will be elected to fill the respective offices:

President: Michael Shetley
Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954)714-1040

Treasurer: Nancy Shetley
Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954)714-1040

Secretary: Nancy Shetley
Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954)714-1040

The corporation will defend the directors and officers against lawsuits.

Business transactions between the corporation and its officers and directors will be allowed.

Instruments which relate to an interest in real estate must be signed by the following:

President or Vice-President and Secretary or Treasurer

The officers are authorized to do the following:

Open a corporate bank account
Obtain a bank loan
Lease office space

ARTICLE IX SHAREHOLDERS:

Name: Michael Shetley
Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954)714-1040
Percentage ownership of corporation: 83.30%
Amount to contribute: \$0.00

Name: Acquisitions and Mergers, Inc.
Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954)714-1040
Percentage ownership of corporation: 0.00%
Amount to contribute: \$0.00

ARTICLE X VOTING:

All matters that require a vote of shareholders shall be approved by a simple majority vote.
Action may be taken without a meeting if all of the shareholders consent to the action in writing.
An amendment to the bylaws shall be approved by a simple majority vote.

ARTICLE XI MEETINGS:

Shareholder meetings will be held at the principal place of business unless otherwise specified in a notice to the shareholders.

ARTICLE XII ORGANIZATIONAL EVENTS:

Date of first annual shareholders meeting: May 30, 2002
Time: 1:00 P.M.
Location: Principle place of business

ARTICLE XIII SEAL:

The corporation will have a corporate seal.

ARTICLE XIV STOCK CERTIFICATES:

The corporation will issue stock certificates.

**ARTICLE XV
REGISTERED AGENT:**

The name and address of the registered agent of the corporation is:

Name: Dr. Steven Kringold
Company Name: Black Gold Fuel Management Systems, Inc.
Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954)714-1040

**ARTICLE XVI
INCORPORATOR:**

Name: Michel Shetley
Street Address: 3300 Inverrary Boulevard, Suite E
City, State, Zip: Lauderhill, FL 33319
Telephone: (954)714-1040

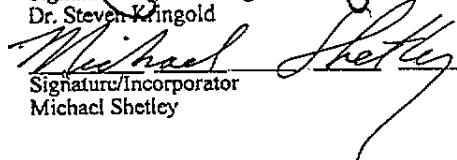
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent
Dr. Steven Kringold

5-30-01

Date



Signature/Incorporator
Michael Shetley

5-30-01

Date