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Florida Department of State

Division of Corporations

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Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : BAKER & HOSTETLER LLP

Account Number : I19990000077

Phone : (407) 649-4043

Fax Number : (407) 841-0168

FLORIDA PROFIT CORPORATION OR P.A.**HireOctane, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	04 (5)
Estimated Charge	\$78.75

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01 JUL -5 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
HIREOCTANE, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation shall be HireOctane, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office of the Corporation is 11821 NW 11th Court, Coral Springs, FL 33071.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 11821 NW 11th Court, Coral Springs, FL 33071. The name of the registered agent at such address is Andrea Maizes.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 500,000 shares of Common Stock ("Common Stock"), \$0.001 par value per share and 500,000 shares of Preferred Stock (the "Preferred Stock"), \$0.001 par value per share.

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The Board of Directors is authorized to fix and determine the terms, limitations, and relative rights and preferences of the Preferred Stock, including, without limitation, any voting rights thereof, to divide the shares of Preferred Stock into and issue the same in series, to fix and determine variations as among series of such Preferred Stock to the extent permitted by law, and, within the limits from time to time of the authorized but unissued shares of Common Stock, to provide that shares of Preferred Stock, or any series thereof, may be convertible into the same or a different number of shares of Common Stock. Upon conversion of shares of the Preferred Stock, the shares of Preferred Stock surrendered in such conversion shall be retired unless the Board of Directors takes the specific action that the same be cancelled.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

Name

Address

Andrea Maizes

11821 NW 11th Court
Coral springs, FL 33071

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders.

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ARTICLE X

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Coral Springs, Broward County, Florida, this 5th day of July, 2001.


Andrea Maizes, Incorporator

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REGISTERED AGENT CERTIFICATE

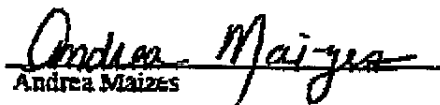
In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That HireOctane, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Coral Springs, County of Broward, State of Florida, has named Andrea Maizes, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that it is familiar with §607.0501, Florida Statutes.

DATED: July 5, 2001


Andrea Maizes

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