

USAG GAS CORP.
7284 West Palmetto Park Road
Suite 101 South
Boca Raton, Florida 33433
(561) 392-9450
Fax: (561) 392-9371

July 19, 2001

P01000072378

Secretary of State
Division of Corporations
Amendment Section
409 East Gaines Street
Tallahassee, Florida 32399

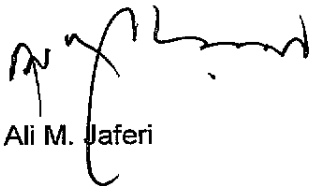
Re: Articles of Incorporation – USAG GAS CORP.

100004488501--9
-07/20/01--01108--010
*****78.00 *****78.00

Dear Sirs:

Enclosed herewith please find Articles of Incorporation for the above-referenced corporation. Additionally, enclosed herewith please find check in the amount of \$78.00 representing filing fees for same.

Thank you.


Ali M. Jaferi

FILED
01 JUL 20 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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J. BRYAN JUL 24 2001

**ARTICLES OF INCORPORATION
OF
USAG GAS CORP.**

FILED
01 JUL 20 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber to these Articles of Incorporation, a natural person competent to contract, forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME: The name of this Corporation is: USAG GAS CORP.

ARTICLE II. NATURE OF BUSINESS:

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK:

The Capital Stock of this corporation shall be divided into ONE THOUSAND (1,000) shares of stock with \$1.00 par value.

ARTICLE IV. INITIAL CAPITAL:

The amount of capital with which this corporation will begin business is ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE V. TERM OF EXISTENCE:

This corporation shall exist perpetually from the date of the filing of these Articles.

ARTICLE VI. ADDRESS:

The street address of the initial registered office of the corporation is:

7284 WEST PALMETTO PARK ROAD - SUITE 101S

BOCA RATON, FLORIDA 33433

The name of the initial resident agent of this corporation at that address is:

ALI M. JAFERI

The street address of the principal place of business shall be:

7284 WEST PALMETTO PARK ROAD - SUITE 101S

BOCA RATON, FLORIDA 33433

ARTICLE VII. DIRECTORS:

This corporation shall have one (1) Director initially. The number of directors May be increased or diminished

from time to time, as provided in the By-Laws.

ARTICLE VIII. INITIAL ADDRESS:

The name and address of the members of the first Board of Directors are:

ALI M. JAFERI
7284 WEST PALMETTO PARK ROAD - SUITE 101S
BOCA RATON, FLORIDA 33433

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TALLAHASSEE, FLORIDA

ARTICLE IX. SUBSCRIBERS:

The name and address of each Subscriber to these Articles of Incorporation is:

ALI M. JAFERI
7284 WEST PALMETTO PARK ROAD - SUITE 101S
BOCA RATON, FLORIDA 33433

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 19th day of July, 2001.



ALI M. JAFERI

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at a place designated in this Certificate, I hereby accept said designation as Registered Agent and agree to comply with the provisions relative to keeping said office open.



ALI M. JAFERI