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01 SEP -5 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 455173 7284175

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizit

ORDER DATE : August 31, 2001

ORDER TIME : 10:36 AM

ORDER NO. : 455173-001

CUSTOMER NO: 7284175

CUSTOMER: Mr. Kenneth C. Hilton
Mr. Kenneth C. Hilton

110 Bennington Dr.
Unit # 1
Naples, FL 34104

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 SEP -5 PM 2:38
NOT RECORDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

DOMESTIC FILING

NAME: OLYMPIC ENERGY CORP.

300004571303--6

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

J. BRYAN SEP - 5 2001

J. BRYAN SEP - 7 2001

W01-20648



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 5, 2001

CSC NETWORK
1201 HAYS ST.
TALLAHASSEE, FL

SUBJECT: OLYMPIC ENERGY CORP.
Ref. Number: W01000020648

RESUBMIT
Please give original
submission date as file date.

We have received your document for OLYMPIC ENERGY CORP. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

In accordance with Title 36, section 380, U.S. Code, we cannot accept an entity using the word OLYMPIC or OLYMPIAD without written approval from:

U.S. OLYMPIC COMMITTEE
1750 E. Boulder St.
Attn: Legal Dept.
Colorado Springs, CO 80909
(719)578-4563.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 301A00050153

RECEIVED
DIVISION OF CORPORATIONS
2001 SEP - 6 PM 3: 54
TO ACHIEVE
SUFFICIENCY OF FILING

ARTICLES OF INCORPORATION
OF

OCEANSIDE PETROLEUM, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OCEANSIDE PETROLEUM, INC.

The address of the principal office of this corporation shall be 110 Bennington Drive, Unit #1, Naples, Florida 34104, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

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ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Kenneth C. Hilton	8340 Rockbrook Street
Dir.	Frisco, Texas 75034

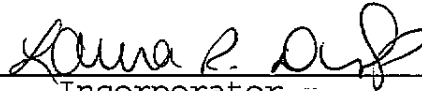
Michael Russo	1500 Livingston
Dir.	Plano, Texas 75093

ARTICLE VII..INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation
2711 Centerville Road Suite 400
Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on September 5, 2001.



Incorporator
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

TJW/axy

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