

PO1000120249

Dec12thst, 2001

TO: DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

ATTN: SECRETARY OF STATE

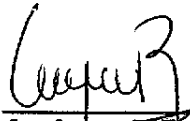
FROM: Andres F Ramirez
7225 NW 25 ST #108
Miami Florida 33122

300004732473--3
-12/19/01--01032--002
*****70.00 *****70.00

Enclosed you will find the original and one copy of the articles of incorporation of **Captiva Gas Inc.** A check for \$70 is included to cover the applicable fees.

Please send certificate to the name and address of incorporator **Andres F Ramirez** at the same address stated above.

Thank you,
Sincerely yours



Andres F Ramirez
Registered Agent

5

D. WHITE DEC 20 2001

ARTICLES OF INCORPORATION OF CAPTIVA GAS INC.

The undersigned incorporator hereby forms the following corporation under the laws of the state of Florida.

ARTICLE I NAME

The name of the corporation is, **Captiva Gas Inc.** and its address is **7225 NW 25 ST #108 Miami, FI 33122**

ARTICLE II PURPOSE

This corporation is organized to engage in any and all lawful business activity permitted under the laws of the State of Florida

ARTICLE III CAPITAL AND STOCK

The maximum number of shares of stock, which this corporation is authorized to issue, is one hundred (100), all of which shall be common shares with a par value of one dollar (\$1.00). Said Shares of stock may be issued only for a consideration having a fair value as many are determined by the board of directors.

ARTICLE IV TERMS OF EXISTENCE

This corporation it to exist perpetually from the date these Articles are filled with the Department of State, subject to the laws of the State of Florida.

ARTICLE V REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial registered office of this corporation shall be **Andres F Ramirez 7225 NW 25 ST #108 Miami, FI 33122.**

ARTICLE VI DIRECTORS

This corporation shall have one (2) director initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors are:

Domingo Micolta as **PRESIDENT, & SECRETARY**
7225 NW 25 St #108
Miami, FI 33122

Andres F Ramirez as **VICE PRESIDENT, TREASURER**
7225 NW 25 ST #108
Miami, FI 33122

ARTICLE VII INCORPORATORS

The name and address of the incorporator is:

Andres F. Ramirez
7225 NW 25 ST #108
Miami Florida 33122

ARTICLE VIII PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which already holds, Shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE IX
AMENDMENT**

These articles of incorporation may be amended in the manner provided, by law. Every amendment shall be approved by the Board of Directors proposed by them to the stock-holders and approved at stockholder's meeting by at least majority of the stock entitled to, unless of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto s his hand and seal this 14 day of DECEMBER, 2001



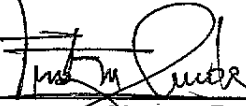
Andres F Ramirez

STATE OF FLORIDA)
COUNTY OF DADE)

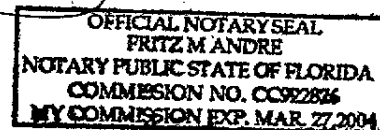
I HEREBY CERTIFY on this day, before me, an officer duly authorized in the State of Florida and County aforesaid to take acknowledgment, personally appeared Andres F Ramirez, to me know the person described in and who execute the foregoing instrument and acknowledges before me that he execute the same.

SWORN To and SUBSCRIBED before me on this 14 day of DECEMBER, 2001

My Commission Expires 03.27.2004

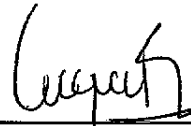


Notary Public At Large



Acceptance by Registered Agent

Having been named to accept service of process for the above named corporation, the designed in these Articles, I hereby accept this appointment and degree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.

A handwritten signature in black ink, appearing to read 'Andres F. Ramirez', is written over a horizontal line.

Andres F. Ramirez