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PO1000122228

December 26, 2001

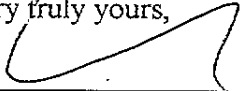
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

100004741851--1  
-12/28/01--01009--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

To whom it may concern:

Please find enclosed articles of incorporation for Wood Energy Group, Inc., a copy for certification and a check in the amount of \$78.75.

Very truly yours,



Andrew H. Boros, Esq.

EFFECTIVE DATE  
12-29-01

FILED  
01 DEC 27 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R. VARNADORE DEC 31 2001

FILED  
01 DEC 27 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
WOOD ENERGY GROUP, INC.

ARTICLE I

EFFECTIVE DATE  
12-29-01

CORPORATE NAME

The name of this Corporation shall be:

**WOOD ENERGY GROUP, INC.**

ARTICLE II

NATURE OF CORPORATE BUSINESS

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

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock.

The shares of stock authorized shall be common stock having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL REGISTERED AGENT

The Corporation's initial registered agent address in this State shall be:

Andrew H. Boros  
2400 South Dixie Highway  
Suite 200  
Miami, FL 33133

**ARTICLE V**

**INITIAL REGISTERED OFFICE**

The Corporation's initial principal office address in this State shall be:  
301 Yamato Rd.  
Suite 3130  
Boca Raton, FL 33431

**ARTICLE VI**

**BOARD OF DIRECTORS**

The number of the Board of Directors may be altered from time to time by the By-Laws adopted by the stockholders. However, the Corporation shall have no less than one (1) director at any time.

**ARTICLE VII**

**INITIAL DIRECTORS**

<u>Name</u>	<u>Address</u>
SHAYNE A. WOOD	301 Yamato Rd. Suite 3130 Boca Raton, FL 33431

**ARTICLE VIII**

**INCORPORATORS**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

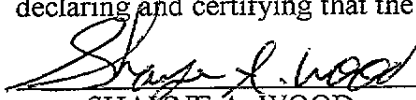
<u>Name</u>	<u>Address</u>
SHAYNE A. WOOD	301 Yamato Rd. Suite 3130 Boca Raton, FL 33431

**ARTICLE IX**

**COMMENCEMENT DATE**

Corporate existence shall commence on December 29, 2001.

The undersigned Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

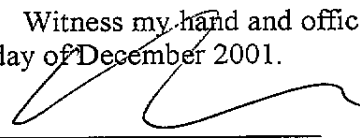
 (Seal)  
SHAYNE A. WOOD

STATE OF FLORIDA :

COUNTY OF MIAMI-DADE :

Be it remembered that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Shayne A. Wood, to me known to be the person described as Incorporator, and he executed said Articles of Incorporation.

Witness my hand and official seal at Miami, Miami-Dade County, Florida this 21<sup>st</sup> day of December 2001.

  
Notary Public, State of Florida



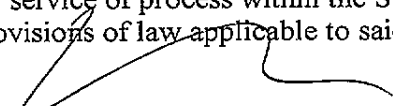
Andrew H. Boros  
MY COMMISSION # CC759772 EXPIRES  
August 4, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT  
FOR SERVICE OF PROCESS**

Pursuant to chapter 48.091 Florida Statutes, the undersigned hereby designates Andrew H. Boros as its' Registered Agent to accept service of process within this State.

By: 

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of law applicable to said designation.

  
ANDREW H. BOROS  
2400 S. Dixie Highway  
Suite 200  
Miami, FL 33133  
(305) 854-8689