P020000 13459 CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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OF

INDUSTRIAL LUBE SALES & SERVICE, INC.

ARTICLE I

Name

1.1. The name of the corporation is INDUSTRIAL LUBE SALES & SERVICE, INC.

ARTICLE II

Duration

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

3.1 This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

4.1 This corporation is authorized to issue 7500 shares of stock of \$1.00 par value common stock.

ARTICLE V

Preemptive Rights

5.1 Should the capital stock be increased at any time, the stockholders at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

ARTICLE VI

Initial Registered Office and Agent and Principal Office and Mailing Address

- 6.1 The street address of the initial registered office and the principal mailing address of this corporation is 721 First Avenue North, St. Petersburg, Florida 33701, and the name of the initial registered agent of this corporation is Englander & Fischer, P.A.
- 6.2 The initial principal office of this corporation is located at 653 Old East Lake Road, Tarpon Springs, FL 34688-8405, and the corporation's initial mailing address is c/o H. James Fischer, P.O. Box 1954, St. Petersburg, FL 33731-1954.

ARTICLE VII

Initial Board of Directors

- 7.1 This corporation shall have two (2) directors initially.
- 7.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).
 - 7.3 The names and addresses of the initial directors of this corporation are:

James W. Kress 653 Old East Lake Road Tarpon Springs, FL 34688-8405

Sue M. Kress 653 Old East Lake Road Tarpon Springs, FL 34688-8405

ARTICLE VIII

Incorporators

8.1 The name and address of the person signing these Articles is:

H, James Fischer 721 First Avenue North, St. Petersburg, Florida 33701

ARTICLE IX

Indemnification

9.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X

Amendment

10.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on July 3, 2002.

H. JAMES FISCHER Incorporator

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 3rd day of July, 2002, by H. JAMES FISCHER. He is personally known to me and did not take an oath.

Notary Public

Commission No.

OFFICIAL NOTARY SEAL JANIS I HARRIMAN

COMMISSION NUMBER
DD033059
MY COMMISSION EXPIRES
JULY 2,2005

(Name of Notary typed, printed or stamped)

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for INDUSTRIAL LUBE SALES & SERVICE, INC., at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

ENGLANDER & FISCHER, P.A.

By:___

H. JAMES FISCHER

President/

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared H. JAMES FISCHER, as President of Englander & Fischer, P.A., a Florida Professional Association, who is personally known to me, and he acknowledged that he executed the foregoing Consent of Registered Agent for the purposes therein expressed on behalf of the Professional Association, and did not take an oath.

SWORN TO AND SUBSCRIBED before me this _

_ day of _

2002

NOTARY PUBLIC

My Commission Expires:

CONTROL SCION EXPIRES

OFFICIAL NOTARY SEAL JANIS I HARRIMAN

COMMISSION NUMBER

DD033059

MY COMMISSION EXPIRES

JULY 2,2005

TALLAHASSEE, FLUKIDA