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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

2002 JUL 17 PM 1:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. AMOIL, COMPANY
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials DR

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

AMOIL COMPANY

ARTICLE I

NAME OF THE CORPORATION

The name of this Corporation is as follows:

AMOIL COMPANY

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

**2959 N.W. 24 ST
MIAMI, FL 33142**

ARTICLE III

DURATION

This Corporation shall have perpetual existence commencing on the date of this filing of the Articles of Incorporation with the Department of State.

ARTICLE IV

**PURPOSE OF CORPORATION AND
NATURE OF CORPORATE BUSINESS**

This Corporation is organized for the following business purposes:
DISTRIBUTING OIL AND ITS DERIVATIVES, and
to engage in any and all lawful business or activity permitted under the laws of the
United States and the State of Florida.

ARTICLE V
CAPITAL STOCK OF CORPORATION

This Corporation is authorized to issue ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value common stock. Consideration to be paid for each share of common stock will be designated by the Board of Directors.

ARTICLE VI
INITIAL REGISTERED AGENT AND
INITIAL REGISTERED OFFICE

The name of the initial registered agent of this corporation is JULIO A. AMORES, and the street address of the initial registered office and the principal place of business of this corporation is:

14925 S.W. 67 LANE
MIAMI, FL 33193

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have 2 director constituting the original Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however there shall never be more than 3 directors or less than one. The names and post office addresses of the members of the first board of Directors of this Corporation, are:

<u>NAMES</u>	<u>POST OFFICE ADDRESS</u>
JULIO A. AMORES	14925 S.W. 67 LANE MIAMI, FL 33193
ARIEL T. AMORES	2959 N.W. 24 ST MIAMI, FL 33142

ARTICLE VIII
INCORPORATOR(S)

The name and post office address of the incorporator executing the Articles of Incorporation of this Corporation are:

<u>INCORPORATOR'S NAME</u>	<u>POST OFFICE ADDRESS</u>
JULIO A. AMORES	14925 S.W. 67 LANE MIAMI, FL 33193

ARTICLE IX
AMENDMENT

The Corporation shall have the power to amend, alter, change or repeal any provision of its certificate of incorporation in form of substance when proposed and approved by its board of directors and consented thereto at a stockholders' meeting by not less than a majority of the common stock; but where the proposed amendment would decrease the amount payable as a preference, or otherwise adversely affect the rights of any kind, class or series of stock, a vote of not less than a majority of the holders thereof shall be required for its adoption.

ARTICLE X
ATTESTATION

IN WITNESS THEREOF, The undersigned Incorporator makes and files these Articles of Incorporation for the purpose and intent to carry on business within the State of Florida, and said Incorporator does attest that the above facts and statements are truly and correctly stated on this 16th day of JULY, 2002.

JULIO A. AMORES



STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

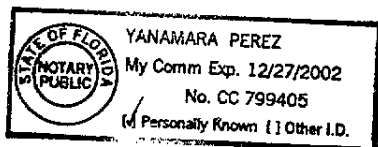
ON THIS DAY BEFORE ME, a Notary Public duly authorized in the State and County set forth above, **JULIO A. AMORES** personally appeared, to and by me known as the person described in the above Articles of Incorporation as the Incorporator, and HE acknowledged before me that HE executed the above-described Articles of Incorporation.

IN WITNESS THEREOF, I have set my hand and affixed my official seal at Miami, County of Miami-Dade, State of Florida, this 16th day of JULY, 2002.



NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

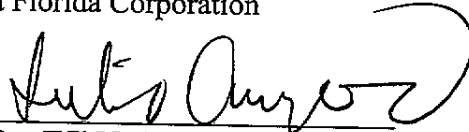
My Commission expires:



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

In accordance with Chapter 48.091, Florida Statutes, AMOIL COMPANY hereby designates JULIO A. AMORES, as the Registered Agent of said Corporation to accept service of process within the State of Florida.

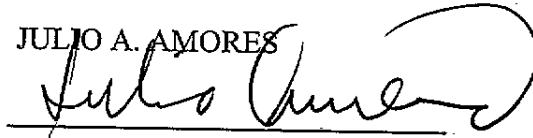
AMOIL COMPANY.
a Florida Corporation



By: JULIO A. AMORES
President

The person whose signature appears below accepts the above designation as Registered Agent for **AMOIL COMPANY**, a Florida Corporation, for service of process within the State of Florida, and agrees to comply with the provisions of the law which apply to said designation of Registered Agent.

JULIO A. AMORES



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