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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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## To:

Division of Corporations  
Fax Number : (850)205-0381

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
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## FLORIDA PROFIT CORPORATION OR P.A.

tropical oil, inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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(6)

ARTICLES OF INCORPORATION

TROPICAL OIL, INC.

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation shall be:

TROPICAL OIL, INC.

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - STOCK

This corporation is authorized to issue 300 shares of common stock, each having a par value of \$1.00 which shall be designated common shares.

ARTICLE V - ADDRESS

The initial address of the principal office of the corporation is 200 Galen Drive

Prepared by:  
Robert G. Corirossi, Esquire  
Grove Plaza-2nd Floor  
2900 Middle Street  
Miami, Florida 33133  
(305) 441-9000  
Fla Bar No: 874655

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Suite 111, Key Biscayne, Florida 33149 and the name of the initial registered agent of this corporation is: RAMON H. PUENTES, 200 Galen Drive, Suite 111, Key Biscayne, Florida 33149.

#### ARTICLE VI - DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Ramon H. Puentes  
200 Galen Drive  
Suite 111  
Key Biscayne, Florida 33149

#### ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and Shareholders.

#### ARTICLE VIII - DIRECTORS' COMPENSATION

The Shareholders of this corporation shall have the exclusive authority to fix the

compensation of the Directors of this Corporation.

**ARTICLE IX - AMENDMENT**

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

  
RAMON H. PUENTES

**ARTICLE X - INCORPORATOR**

The name and address of the incorporator executing these Articles of Incorporation is:

RAMON H. PUENTES  
200 Galen Drive  
Suite 111  
Miami, Florida 33149

The undersigned has executed these Articles of Incorporation on this 12 day of July, 2002.

  
RAMON H. PUENTES

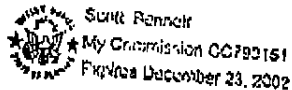
STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE            )

BEFORE ME the undersigned authority, appeared RAMON II. PUENTES, personally known to me to be the individual described herein and who acknowledged before me that she executed the foregoing for the purposes therein expressed.

SWORN AND SUBSCRIBED to before me this 17 day of July, 2002.

  
NOTARY PUBLIC,  
State of Florida

Commission Expires:



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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is:

TROPICAL OIL, INC.

2. The name and address of the Registered Agent and Office is:

RAMON H. PUENTES  
 200 Galen Drive  
 Suite 111  
 Key Biscayne, Florida 33149

  
 RAMON H. PUENTES

Date: 7/17/02

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Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
 RAMON H. PUENTES

Date: 7/17/02

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