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CHARLES M. SAMAHA  
Attorney at Law

Post Office Box 450  
St. Petersburg, Florida 33731

(727) 821-0026

Fax (727) 821-0089

\*\*\*\*\*SPEED MEMO\*\*\*\*\*

October 1, 2002

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Shale Oil, Inc.

500008176305--9  
-10/03/02--01034--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir:

Please find enclosed original of Articles of Incorporation incorporating Resident Agent Designation, and check in the amount of \$78.75 covering the total filing fees and certified copy fee.

Please return a copy of the filed Articles of Incorporation to:

Charles M. Samaha, Esq.  
Post Office Box 450  
St. Petersburg, FL 33731-0450

Thank you for your assistance in this matter.

Cordially,

CHARLES SAMAHA

FILED  
02 OCT -3 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Encl.

Bm 1077

**ARTICLES OF INCORPORATION**  
**OF**  
**SHALE OIL, INC.**

FILED  
OCT-3 11:10:26  
SEMINOLE COUNTY  
FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME AND ADDRESS OF CORPORATION**

The name and address of the corporation are SHALE OIL, INC., 7671 91<sup>st</sup> Street North, Seminole, FL 33777.

**ARTICLE II**  
**Duration**

The duration of the corporation is perpetual.

**ARTICLE III**  
**Purpose**

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

**ARTICLE IV**  
**Capital Stock**

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1) par value common stock which shall be designated common shares.

**ARTICLE V**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 7671 91<sup>st</sup> Street North, Seminole, FL 33777, and the name of the initial registered agent at such address is Shale Gladfelter.

**ARTICLE VI**  
**Management of Corporation**

The names and addresses of the initial officers and directors who shall hold office the first year of the corporation's existence or until their successors are elected, are: Shale Gladfelter, President, Secretary, Treasurer, of 7671 91<sup>st</sup> Street North, Seminole, FL

33777.

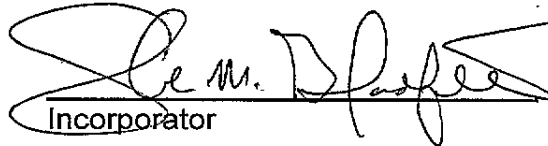
**ARTICLE VII**  
**Incorporators**

The name and address of the person signing these Articles is: Shale Gladfelter, 7671 91<sup>st</sup> Street North, Seminole, FL 33777.

**ARTICLE VIII**  
**Amendments**

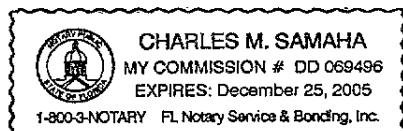
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

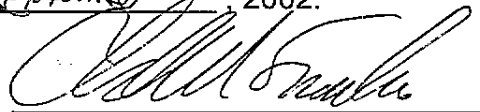
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27 day of September, 2002.

  
Incorporator

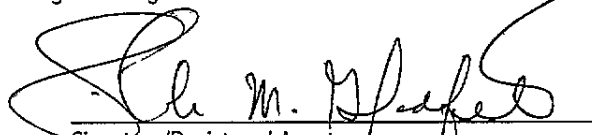
STATE OF FLORIDA )  
COUNTY OF PINELLAS )

ACKNOWLEDGED TO before me by, Shale Gladfelter, who is personally known to me (or) produced id., this 27 day of September, 2002.



  
Notary Public, State of FL  
Name: CHARLES M. SAMAHA  
My Commission Expires: \_\_\_\_\_

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.

  
Signature/Registered Agent  
Date: 9/27/02

FILED  
02 OCT -3 AM 10:26  
CLERK OF STATE  
TALLAHASSEE, FLORIDA