

11/08/02

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: BUSINESS FILINGS

ACCT#: 105256001620

CONTACT: RICHARD OSTER

PHONE: (608)827-5300

FAX #: (608)827-5501

NAME: Morgan Energy Group Inc.

AUDIT NUMBER.....H02000221315

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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FAX AUDIT # H02000221315 3

ARTICLES OF INCORPORATION
In compliance with Chapter 607, F.S.

ARTICLE I NAME

The name of the corporation shall be: **Morgan Energy Group Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
Rt. 13 Box 298, Lake City, Florida 32055.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Alternative Fuel

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000,000. The par value of each share of stock is \$0.01.

ARTICLE V OFFICERS/DIRECTORS

The initial director of the corporation is:
Robert Morgan, Rt. 13 Box 298, Lake City, Florida 32055

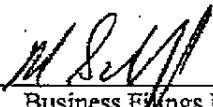
ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Business Filings Incorporated, 1000 West Avenue, Suite 1114, Miami Beach, Florida 33139. Located in the County of Miami-Dade.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Mark Schiff, Business Filings Incorporated, 8025 Excelsior Dr, Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: 
Business Filings Incorporated
Mark Schiff, AVP

Date 11-4-02

Signature: 
Business Filings Incorporated
Mark Schiff, Incorporator

Date 11-4-02

The document was prepared by: Business Filings Incorporated, Mark Schiff, 8025 Excelsior Dr, Suite 200, Madison, WI 53717. 608-827-5300

FAX AUDIT # H02000221315 3