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TALLAHASSEE FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

Advanced Technology Lubricants, Inc.

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D. WHITE APR 23 2003

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**ARTICLES OF INCORPORATION  
OF  
ADVANCED TECHNOLOGY LUBRICANTS, INC.**

**ARTICLE I. NAME**

The name of this corporation shall be ADVANCED TECHNOLOGY LUBRICANTS, INC.

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America including but not limited to developing engine and automotive lubricants for commercial use.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue 10,000 shares of common capital stock at a par value of \$1.00 per share.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

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**ARTICLE VI. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be One. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as a member of the Initial Board Of Directors is Joaquin L. Nunez, 1760 Mitchell Court, Daytona Beach, Florida 32128.

**ARTICLE VII. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE VIII. INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's initial registered office shall be: 444 Seabreeze Boulevard, Suite 800, Daytona Beach, Florida 32118.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Scott R. Rost.

**ARTICLE IX. PRINCIPAL OFFICE**

The address of this corporation's principal office shall be: 1760 Mitchell Court, Daytona Beach, Florida 32128.

**ARTICLE X. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator is: Scott R. Rost, 444 Seabreeze Boulevard, Suite 800, Daytona Beach, Florida 32118.

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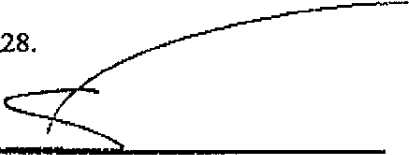
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**ARTICLE XI. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

**ARTICLE XII. MAILING ADDRESS**

The mailing address of the Corporation is 1760 Mitchell Court, Daytona Beach, Florida 32128.

  
\_\_\_\_\_  
Scott R. Rost - Incorporator

I hereby accept my designation as registered agent and agree to serve as the registered agent of ADVANCED TECHNOLOGY LUBRICANTS, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for ADVANCED TECHNOLOGY LUBRICANTS, INC.

  
\_\_\_\_\_  
Scott R. Rost - Registered Agent

State Of Florida,     )  
                              ) ss.  
County Of Volusia.    )

On April 22, 2003, Scott R. Rost, designated above as the individual who shall serve as the corporation's incorporator and initial registered agent, who is personally known to me, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of ADVANCED TECHNOLOGY LUBRICANTS, INC.

\_\_\_\_\_  
Notary Public

My commission expires:\_\_\_\_\_

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