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(City/State/Zip/Phone #)

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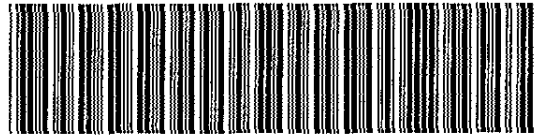
(Business Entity Name)

(Document Number)

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U.S. DEPARTMENT OF JUSTICE

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Maynard Abrams
1916-1992

Mitchell D. Adler
Laurence I. Blair x □
Milton S. Blaut x
Alan B. Cohn x
Maurice M. Garcia
Gene K. Glasser ☆ □
William S. Kramer o
Leonard Robbins
Danielle L. Rosen

Paul B. Anton
1927-1981

Kenneth A. Rubin
Reuben M. Schneider
o x
Peter R. Siegel
Marc Jay Tannen
Jack F. Weins
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Of Counsel
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March 1, 2004

Reply To: Boca Raton

File No.: RFI3-0001

☆ Board Certified Tax Lawyer
□ Board Certified Estate Planning
and Probate Lawyer
o Board Certified Real Estate Lawyer

‡ Member of D.C. Bar
X Member of N.Y. Bar
¶ Member of Ohio Bar

VIA FEDERAL EXPRESS

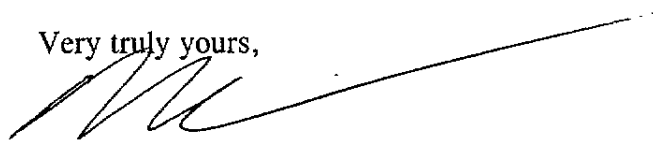
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation/Reserve Fuels Corporation

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation of the referenced corporation and a check in the amount of \$78.75 representing the filing fee, registered agent designation fee and the cost for obtaining a certificate of status. Please forward evidence of filing to the undersigned using the enclosed self-addressed, prepaid envelope.

Very truly yours,



William S. Kramer

WSK/jkw

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Enclosures

**ARTICLES OF INCORPORATION
OF
RESERVE FUELS CORPORATION**

**ARTICLE I
NAME**

The name of the corporation is

RESERVE FUELS CORPORATION

**ARTICLE II
DURATION**

This corporation shall have perpetual existence.

**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 \$1.00 par value common stock. The shares shall not be divided into classes, nor may this corporation issue preferred stock without an amendment to its Articles of Incorporation.

**ARTICLE V
PRINCIPAL OFFICE**

The principal office or mailing address of this corporation is

1580 Corporate Parkway, Suite 130
Ft. Lauderdale, FL 33323

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this

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corporation is 2021 Tyler Street, Hollywood, Florida 33021 and the name of the initial registered agent of this corporation at that office is Mitchell D. Adler.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Patrick J. Shelow
1580 Corporate Parkway, Suite 130
Ft. Lauderdale, FL 33323

ARTICLE VIII
INCORPORATORS

The name and address of the persons signing these Articles is:

Patrick J. Shelow
1580 Corporate Parkway, Suite 130
Ft. Lauderdale, FL 33323

ARTICLE IX
POWERS

This corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE X
MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XI
ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XII
INDEMNIFICATION

This corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holder of such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XIII

BYLAWS

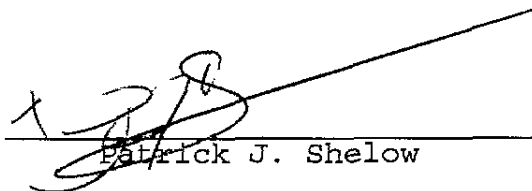
The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XIV
PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of

January, 2004.


Patrick J. Shelow

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST--THAT RESERVE FUELS CORPORATION.

(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF FORT
LAUDERDALE, STATE OF FLORIDA, HAS NAMED MITCHELL D. ADLER, ESQ.
LOCATED AT ABRAMS ANTON, P.A., 2021 TYLER STREET, HOLLYWOOD,
FLORIDA 33021, CITY OF HOLLYWOOD, STATE OF FLORIDA, AS ITS
REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 

PATRICK J. SHELOW

TITLE:

PRESIDENT

DATE:

11/13/04

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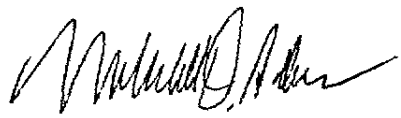
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: _____


MITCHELL D. ADLER

DATE: _____

1/13/04

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SECRETARY GENERAL
TALLAHASSEE, FLORIDA