

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

horizon petroleum products, inc.

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**ARTICLES OF INCORPORATION
OF**

④

HORIZON PETROLEUM PRODUCTS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is:

HORIZON PETROLEUM PRODUCTS, INC.

ARTICLE II

These Articles of Incorporation shall become effectively immediately upon approval of the Secretary of State, State of Florida.

ARTICLE III

The address of the principal office of the Corporation is:

18701 S. W. 82nd. Avenue
Miami, FL 33187

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000 shares, all of which shall be Common Shares. Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is: **250 Bird Road, Suite 302, Coral Gables, Florida 33146**. The initial registered agent for the Corporation at that address is:

JOSEPH F. LOPEZ, Attorney At Law

Prepared by: Joseph F. Lopez, Esq.
Florida Bar No. 801283
250 Bird Road, Suite 302
Coral Gables, Florida 33146
Telephone: 305-444-4375
Facsimile: 305-444-1562

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ARTICLE V

The board of directors shall consist of one or more members. The number of directors may at any time be increased or decreased by action of either the shareholders or the board of directors.

ARTICLE VII

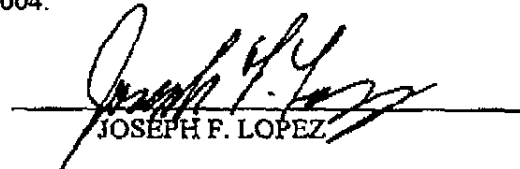
The name and street address of the person signing these Articles of Incorporation is:

Joseph F. Lopez, Esq.
250 Bird Road, Suite 302
Coral Gables, Florida 33146

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

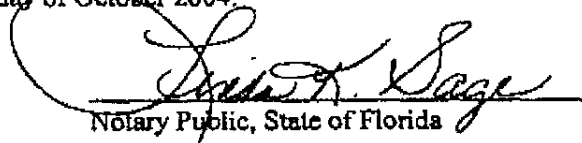
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of October, 2004.

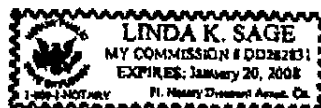

JOSEPH F. LOPEZ

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JOSEPH F. LOPEZ, who is personally known to me, and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 4th day of October 2004.


Notary Public, State of Florida



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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for HORIZON PETROLEUM PRODUCTS, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Dated this 4th day of October 2004.


JOSEPH F. LOPEZ

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