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Department of State Division of Corporation P.O.Box 6327 Tallahassee, Fla. 32314

SUBJECT:

Enclosed please find an original and two copies of the Articles of Incorporation regarding the above corporation along with a check in the total amount of \$ 122.50 representing:

Filing Fees	\$ 35.00	
Designation of Reg.		
Agent	35.00	
Certified Copy	52.00	
Total Enclosed	\$122.50	

Please advise if there is anything additional required in order to file the enclosed Articles of Incorporation. Thank you for attention and assistance in this matter.

Sincerely Yours,

FLOYD K. KEMP

3800 BEAR CREEK ROAD

CRESTVIEW, FLA. 32539

SECRETARY OF STATE TALLAHASSEE, FLORIDA 05 APR -8 PN 3:52

ARTICLES OF INCORPORATION

OF

BLUE DOLPHIN DEVELOPMENT INC

The undersigned subscribers to theses Articles of Incorporation, natural persons competent for contact, hereby form a corporation under the laws of the state of Florida.

ARTICLE I CORPORATION NAME

The name of the corporation shall be:

BLUE DOLPHIN DEVELOPMENT INC.

ARTICLE II DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of one dollar (1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V INITIAL REGISTERED OFFICER AND AGENT

The Principle office, if know, of the corporation is:

FLOYD K. KEMP 3800 BEARCREEK RD CRESTVIEW, FLA. 32539 The name and address of the Initial Registered Agent of this Corporation is:

BLUE DOLPHIN DEVELOPMENT INC. 3800 BEAR CREEK ROAD CRESTVIEW, FLA. 32539

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have 2 director initially. The number of directors may be either increased or diminished from time to time by the BY-LAWS, but shall never be less than one (1).

The name and addresses of the initial directors of the corporation are as follows:

- 1. FLOYD K. KEMP 3800 BEAR CREEK RD CRESTVIEW, FLA. 32539
- 2. BARBARA FARRIS 2260 S. FERDON BLVD. CRESTVIEW, FLA. 32536

ARTICLE VII INCORPORATIONS

The name and address of the incorporation signing theses Article of Incorporation are as follows:

FLOYD K. KEMP 3800 BEAR CREEK ROAD CRESTVIEW, FLA. 32539 STATE OF FLORIDA

SS

COUNTY OF DEALOOSA-
Before me, Notary Public authorized to take acknowledgment in the state and county set
forth above, personally appeared
SIGN Slog Left
Know to me to be the person who executed the forgoing Article of Incorporation, and who acknowledged before me that executed these Article Of Incorporation.
IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, the State and county aforesaid, this day of 200_5

KELLI M BEARD Notary Public, State of Florida My Comm. Expires Sept. 14, 2007 No. DD249455

(Notary Public, State of Fla. At large)

My commission expires:

CERIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

Certificate of Registered Agent

OF

BLUE DOLPHIN DEVELOPMENT INC.

(name of corporation)

Pursuant to Florida Statues Section 48.091 and 607.0501, the following is submitted. The above corporation, desiring to organize under the laws of the state of Florida with its registered office as indicated in the Articles of Incorporation at 3800 BEAR CREEK ROAD CRESTVIEW, FLA. 32539 has named:

FLOYD K. KEMP

Located at the aforesaid address, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligation of that position, I hereby accept to act in this capacity, and agree to comply with the provision of Florida Law in keeping open said office.

registered agent)

ECRETARY OF STATE ALLAHASSET. FLORIDA