



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

November 3, 2005

MARY CAROL SHAVER
2265 MALLORY CIRCLE
HAINES CITY, FL 33844

SUBJECT: BIODIESEL TECHNOLOGY, INC.
Ref. Number: W05000049637

We have received your document for BIODIESEL TECHNOLOGY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring
Document Specialist
NEW FILINGS

Letter Number: 005A00066013

ARTICLES OF INCORPORATION

OF

U. S. BIODIESEL, INC.

05 NOV -9 PM 3:46

NOT RECORDED
FLORIDA

THE UNDERSIGNED, HAS EXECUTED THE FOLLOWING DOCUMENT AS INCORPORATOR IN THE ABOVE NAMED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, AND ALL RIGHTS, DUTIES, AND OBLIGATIONS OF THE UNDERSIGNED AS INCORPORATOR, AND THOSE OF THE CORPORATION, ARE TO BE DETERMINED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE: U.S. BIODIESEL, INC.

ARTICLE II

THIS CORPORATION SHALL COMMENCE EXISTENCE UPON THE FILING OF THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE, STATE OF FLORIDA, AND SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III

THE GENERAL NATURE OF THE BUSINESS AND OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED AND CARRIED ON BY THE CORPORATION ARE TO DO ANY AND ALL THE THINGS THEREIN MENTIONED AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT DO, VIZ:

1. TRANSACT AND ALL LAWFUL BUSINESS
2. SAID CORPORATION SHALL FURTHER HAVE POWERS:

TO HAVE PERPETUAL SUCCESSION BY ITS CORPORATE NAME,

TO SUE AND BE SUED, COMPLAIN, AND DEFEND IN ITS CORPORATE NAME IN ALL ACTIONS OR PROCEEDINGS,

TO HAVE A CORPORATE SEAL, WHICH MAY BE ALTERED AT PLEASURE, AND TO USE THE SAME BY CAUSING IT, OR A FACSIMILE THEREOF, TO BE IMPRESSED, AFFIXED, OR IN ANY OTHER MANNER REPRODUCED;

TO PURCHASE, TAKE, RECEIVE, LEASE, OR OTHERWISE ACQUIRE, OWN, HOLD, IMPROVE, USE AND OTHERWISE DISPOSE OF ALL OR ANY PART OF ITS PROPERTY AND ASSETS,

TO SELL, CONVEY, MORTGAGE, PLEDGE, CREATE A SECURITY INTEREST IN, LEASE, EXCHANGE, TRANSFER, AND OTHERWISE DISPOSE OF ALL OR ANY PART OF ITS PROPERTY AND ASSETS,

TO LEND MONEY TO AND USE ITS CREDIT TO ASSIST ITS OFFICERS AND EMPLOYEES IN ACCORDANCE WITH FLORIDA STATUE S607.141.,

TO PURCHASE, TAKE, RECEIVE, SUBSCRIBE FOR, OR OTHERWISE ACQUIRE, OWN, HOLD,

VOTE, USE, EMPLOY, SELL, MORTGAGE, LEND, PLEDGE, OR OTHERWISE DISPOSE OF, AND OTHERWISE USE AND DEAL IN AND WITH, SHARES OR OTHER INTEREST IN, OR OBLIGATIONS OF, OTHER DOMESTIC OR FOREIGN CORPORATIONS, ASSOCIATIONS, PARTNERSHIPS, OR INDIVIDUALS OR DIRECT OR INDIRECT OBLIGATIONS OF THE UNITED STATES OR OF ANY OTHER GOVERNMENT, STATE, TERRITORY, GOVERNMENTAL DISTRICT, OR MUNICIPALITY OR OF ANY INSTRUMENTALITY THEREOF;

TO MAKE CONTRACTS AND GUARANTEES AND INCUR LIABILITIES, TO BORROW MONEY AT SUCH RATES OF INTEREST AS THE CORPORATION MAY DETERMINE, ISSUE ITS NOTES, BONDS, AND OTHER OBLIGATIONS AND SECURE ANY OF ITS OBLIGATIONS BY MORTGAGE OR PLEDGE OF ALL OR ANY OF ITS PROPERTY, FRANCHISES, AND INCOME,

TO LEND MONEY FOR ITS CORPORATE PURPOSES, INVEST AND REINVEST ITS FUNDS AND TO TAKE AND HOLD REAL ESTATE AND PERSONAL PROPERTY AS SECURITY OF THE PAYMENT OF FUNDS SO LOANED OR INVESTED;

TO CONDUCT ITS BUSINESS, CARRY ON ITS OPERATIONS, AND HAVE OFFICES AND EXERCISE THE POWERS GRANTED BY THIS ACT WITHIN OR WITHOUT THIS STATE,

TO MAKE AND ALTER BYLAWS, NOT INCONSISTENT WITH ITS ARTICLES OF INCORPORATION OR WITH THE LAWS OF THE STATE FOR THE ADMINISTRATION;

TO MAKE DONATIONS FOR THE PUBLIC WELFARE OR THE CHARITABLE, SCIENTIFIC, OR EDUCATIONAL PURPOSES;

TO TRANSACT ANY LAWFUL BUSINESS WHICH THE BOARD OF DIRECTORS SHALL FIND WILL BE IN AID OF GOVERNMENTAL POLICY;

TO BE A PROMOTER, INCORPORATOR, PARTNER, MEMBER, ASSOCIATE, OR MANAGER OR ANY CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR OTHER ENTERPRISE;

TO HAVE AND EXERCISE ALL POWERS NECESSARY OF CONVENIENT TO EFFECT ITS PURPOSE;

TO INDEMNIFY ANY PERSON WHO BY REASON OF THE FACT THAT HE IS OR WAS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION TO THE FULL EXTENT AS PERMITTED BY FLORIDA STATUE S607.014;

ARTICLE IV

THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS THE TOTAL SUM OF 5,000 SHARES, HAVING AN INDIVIDUAL PAR VALUE OF \$1.00.

UNLESS OTHERWISE STATED IN THESE ARTICLES, OR IN AN AMENDMENT TO THESE ARTICLES, THERE SHALL BE ONLY ONE (1) CLASS OF STOCK OF THIS CORPORATION.

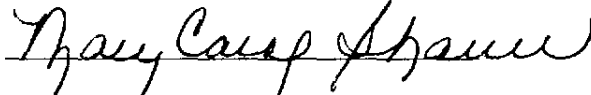
ARTICLE V

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE AND THE NAME OF THE REGISTERED AGENT OF THIS CORPORATION SHALL BE:

MARY CAROL SHAVER
PRESIDENT
2265 MALLORY CIRCLE
HAINES CITY, FL 33844

05 NOV -9 PM 3:46

STATE
HAINES CITY, FLORIDA



MARY CAROL SHAVER
REGISTERED AGENT

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF A TOTAL OF TWO PERSONS AND
THE NAME AND ADDRESS OF THE PERSONS WHO ARE TO SERVE AS THE INITIAL
DIRECTOR(S) IS:

P/T/D MARY CAROL SHAVER

2265 MALLORY CIRCLE
HAINES CITY, FL 33844

VP/S/D CRAIG ANDREW SHAVER

2265 MALLORY CIRCLE
HAINES CITY, FL 33844

ARTICLE VII

THE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS:


2265 MALLORY CIRCLE
HAINES CITY, FL 33844

ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF
INCORPORATION IS:

MARY CAROL SHAVER
2265 MALLORY CIRCLE
HAINES CITY, FL 33844

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR, HAS EXECUTED THESE
ARTICLES OF INCORPORATION THIS 5 DAY OF Nov 2005.



MARY CAROL SHAVER

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FOURTH ABOVE, PERSONALLY APPEARED CRAIG ANDREW SAHVER KNOWN TO ME AND KNOWN BY ME TO THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND HE ACKNOWLEDGED BEFORE 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 5th DAY OF November 2005.

Nurka Soto-Valentin

NOTARY PUBLIC

