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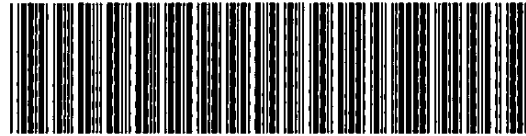
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 SEP 28 PM 2:53

B. McKnight SEP 28 2006

BioEnergy Corporation
P. O. Box 10237
Tampa, Florida 33679

813-877-7401

September 25, 2006

Florida Department of State
Division of Corporations
Attention: Charter Filing Section
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation

Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation along with total filing fees of \$70.00.

Please file and provide a filed copy to me, together with any other information you commonly provide to new incorporators at the address above.

Please send all notices and correspondence to the above post office box address.

Sincerely yours,



John Hill

Enclosures
Check

BioEnergy Corporation

ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of the Corporation in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit) of the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name and the principal place of business of this Corporation shall be:

BioEnergy Corporation
3306 West McKay Avenue
Tampa, Florida 33609

ARTICLE II. DURATION

This Corporation is to exist perpetually.

ARTICLE III. NATURE OF BUSINESS

This Corporation may transact or engage in any or all lawful activities or business permitted under the laws of the United States of America, the State of Florida or any other State, Country, Territory, or Nation.

ARTICLE IV. CAPITAL STOCK

The Corporation is authorized to issue and have outstanding a maximum of 1,000,000 shares of common stock having a par value of \$.001 per share.

ARTICLE V. REGISTERED AGENT AND ADDRESS

The name and street address of the initial Registered Agent of the Corporation is:

John Hill
3306 West McKay Avenue
Tampa, Florida 33609

ARTICLE VI. DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by an amendment of the by-laws of the Corporation in the manner provided by law, but shall never be less than one (1). The name(s) and address(es) of the initial directors are:

John Hill
3306 West McKay Avenue
Tampa, Florida 33609

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ARTICLE VII. INCORPORATOR

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

John Hill
3306 West McKay Avenue
Tampa, Florida 33609

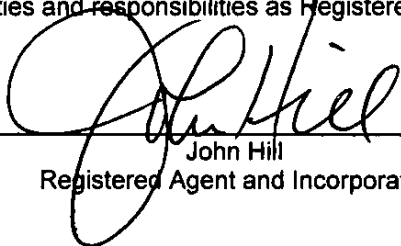
ARTICLE VIII. AMENDMENT OF ARTICLES

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent is has hereunto executed these Articles of Incorporation this 25th day of September, 2006. The undersigned is also familiar with and accepts the duties and responsibilities as Registered Agent for said Corporation.



John Hill
Registered Agent and Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

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BEFORE ME, and known personally by me, the undersigned authority, the foregoing instrument was executed and acknowledged.

IN WITNESS WHEREOF, I have hereunto set by hand and seal this 25th day of September, 2006.



Notary Public, State of Florida

My Commission Expires:

