

Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : JOSEPH K. NOFIL, P.A.
Account Number : I20000000215
Phone : (954) 484-5533
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DIVISION OF CORPORATION

FLORIDA PROFIT/NON PROFIT CORPORATION

BUTLER PETROLEUM, CORP.

Certificate of Status	0
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**ARTICLES OF INCORPORATION OF
BUTLER PETROLEUM, CORP.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - Name and Address:

The name of the Corporation shall be:

BUTLER PETROLEUM, CORP.

The address of the initial principal office of this corporation shall be 340 Royal Poinciana Way Suite 317/324, Palm Beach, FL 33480 and the mailing address shall be the same.

ARTICLE II - Nature of Business:

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III - Capital Stock:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 per share, par value.

ARTICLE IV - Registered Agent:

The Street Address of the initial registered office of the corporation shall be 3284 North State Road 7, Lauderdale Lakes, Florida 33319, and the name of the initial registered agent of the corporation at that address shall be Joseph K. Nofil, P.A.

Prepared by:

Joseph K. Nofil, President
Joseph K. Nofil, P.A.
3284 North State Road 7
Lauderdale Lakes, FL 33319
(954) 484-5533

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ARTICLE V - Term of Existence:

The corporation is to exist perpetually.

ARTICLE VI - Officers and Directors:

This corporation shall have one officer and one director , initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until their successor is elected or appointed is:

Patrick E. Butler
340 Royal Poinciana Way Suite 317/324
Palm Beach, FL 33480

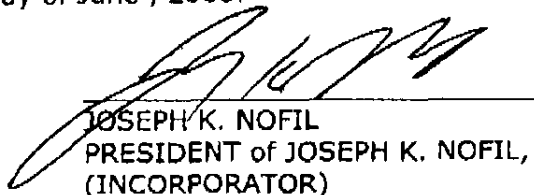
President
Treasurer
Secretary

ARTICLE VII - Incorporator:

The name and street address of the incorporator to these Articles of Incorporation is:

Joseph K. Nofil, P.A.
3284 North State Road 7
Lauderdale Lakes, FL 33319

IN WITNESS WHEREOF, the undersigned has hereunto set his hand,
on this 4th day of June , 2008.


JOSEPH K. NOFIL
PRESIDENT of JOSEPH K. NOFIL, P.A.
(INCORPORATOR)

Prepared by:

Joseph K. Nofil, President
Joseph K. Nofil, P.A.
3284 North State Road 7
Lauderdale Lakes, FL 33319
(954) 484-5533

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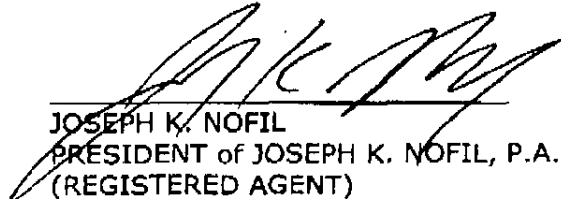
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ARTICLE VIII - Code Section 1244 Stock

All stock issued by this corporation shall be deemed to be small business stock as defined by Internal Revenue Code Section 1244.

ARTICLE IX - Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.


JOSEPH K. NOFIL
PRESIDENT of JOSEPH K. NOFIL, P.A.
(REGISTERED AGENT)

Prepared by:
Joseph K. Nofil, President
Joseph K. Nofil, P.A.
3284 North State Road 7
Lauderdale Lakes, FL 33319
(954) 484-5533

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is
submitted, in compliance with said Act:

First That **BUTLER PETROLEUM, CORP.**

desiring to organize under the laws of the State of Florida with its principal
office, as indicated in the articles of Incorporation at the City of Palm Beach ,
County of Palm Beach , State of Florida has named Joseph K. Nofil, P.A.,
located at 3284 North State Road 7, City of Lauderdale Lakes, County of
Broward, State of Florida, as its agent to accept service of process within this
state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate. I hereby accept to act in
this capacity, and agree to comply with the provision of said Act relative to
keeping open said office.


JOSEPH K. NOFIL
PRESIDENT of JOSEPH K. NOFIL, P.A.
(REGISTERED AGENT)

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TALLAHASSEE, FLORIDA

Prepared by:

Joseph K. Nofil, President
Joseph K. Nofil, P.A.
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Lauderdale Lakes, FL 33319
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