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2008 JUN 13 PM 3:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cf. 6-13

MICHEL NARDI, P.A.
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2366 SUNSET POINT ROAD
CLEARWATER, FLORIDA 33765
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ALSO ADMITTED IN NEW YORK
- PENNSYLVANIA
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E-MAIL: MNARDI@NARDILAW.COM

June 10, 2008

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

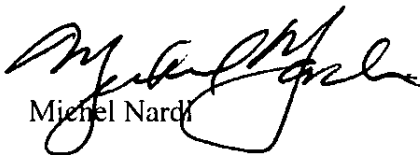
RE: OUTSIDER ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named Florida corporation along with the acceptance from the registered agent. Also, enclosed is a check in the amount \$78.75 representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Very truly yours,



Michel Nardi

MN/ts

Encls.

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ARTICLES OF INCORPORATION

2008 JUN 13 PM 3: 32

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OUTSIDER ENTERPRISES, INC.

ARTICLE I. CORPORATE NAME.

The name of this Corporation is: **OUTSIDER ENTERPRISES, INC.**

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to distribute alternative fuels and alternative fuel technology and to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Hundred (500) shares of common stock with a par value of \$.01 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Michel Nardi, Esquire
Michel Nardi, P.A.
2366 Sunset Point Rd.
Clearwater, FL 33765

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall initially have one (1) director. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR.

The name of the initial director of this Corporation and his street address is:

Michael Lokey
1406 N. Dale Mabry Hwy.
Tampa, FL 33607

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

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

Michel Nardi, Esquire
Michel Nardi, P.A.
2366 Sunset Point Rd.
Clearwater, FL 33765

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. PRINCIPAL OFFICE.

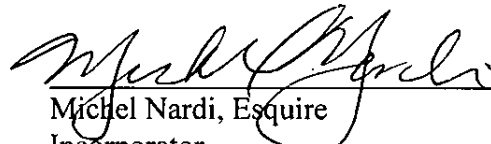
The mailing address of the initial principal office of the Corporation is:

OUTSIDER ENTERPRISES, INC.
1406 N. Dale Mabry Hwy.
Tampa, FL 33607

ARTICLE XI. INDEMNIFICATION.

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the laws of the State of Florida.

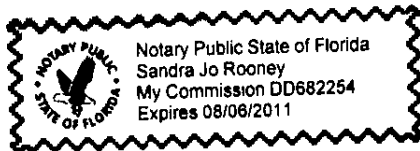
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on 10th day of June, 2008.

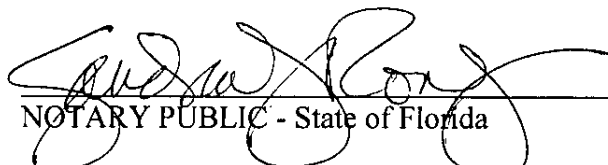


Michel Nardi, Esquire
Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 10th day of June, 2008, by Michel Nardi, who is personally known to me to be the person described as Incorporator and who executed the foregoing Articles of Incorporation or who has produced _____ as identification and who did take an oath.





NOTARY PUBLIC - State of Florida
Print Name: _____

My Commission Expires: _____

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Michel Nardi
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA