

**Electronic Articles of Incorporation
For**

P08000093978
FILED
October 16, 2008
Sec. Of State
bmcknight

C & D ENERGY CORP

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

C & D ENERGY CORP

Article II

The principal place of business address:

1232 LAKEVIEW DRIVE
EUSTIS, FL. 32726

The mailing address of the corporation is:

1232 LAKEVIEW DRIVE
EUSTIS, FL. 32726

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

DAVID L REED
1232 LAKEVIEW DRIVE
EUSTIS, FL. 32726

I certify that I am familiar with and accept the responsibilities of registered agent.

P08000093978
FILED
October 16, 2008
Sec. Of State
bmcknight

Registered Agent Signature: DAVID L. REED

Article VI

The name and address of the incorporator is:

DAVID L. REED
1232 LAKEVIEW DRIVE

EUSTIS, FL 32726

Incorporator Signature: DAVID L. REED

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
CYNTHIA S ESTES
ONE FINANCIAL PLAZA STE 2600
FORT LAUDERDALE, FL. 33394

Title: VP
DAVID L REED
1232 LAKEVIEW DRIVE
EUSTIS, FL. 32726

Article VIII

The effective date for this corporation shall be:

10/15/2008