

**Electronic Articles of Incorporation
For**

P09000018706
FILED
February 26, 2009
Sec. Of State
jshivers

CPE OIL AND GAS 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:

CPE OIL AND GAS CORP.

Article II

The principal place of business address:

1700 PACIFIC AVENUE
4800
DALLAS, TX. US 75201

The mailing address of the corporation is:

1700 PACIFIC AVENUE
4800
DALLAS, TX. US 75201

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:

1000

Article V

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

ALYCE SCHREIBER
18851 N.E. 29TH AVENUE
306
AVENTURA, FL. 33180

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

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Registered Agent Signature: ALYCE SCHREIBER

Article VI

The name and address of the incorporator is:

ALYCE SCHREIBER
18851 N.E. 29TH AVENUE
306
AVENTURA, FL 33180

Incorporator Signature: ALYCE SCHREIBER

Article VII

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

Title: DP
MARTY COX
1700 PACIFIC AVENUE, SUITE 4800
DALLAS, TX. 75201 US

Title: DVPS
JEFFREY STERNBERG
18851 N.E. 29TH AVENUE, SUITE 306
AVENTURA, FL. 33180 US

Article VIII

The effective date for this corporation shall be:

02/26/2009