

**Electronic Articles of Incorporation
For**

P12000028094
FILED
March 22, 2012
Sec. Of State
psmith

USCAPITAL ENERGY, INC.

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:
USCAPITAL ENERGY, INC.

Article II

The principal place of business address:
7315 SW 87TH AVE.
SUITE 200
MIAMI, FL. US 33173

The mailing address of the corporation is:
7315 SW 87TH AVE.
SUITE 200
MIAMI, FL. US 33173

Article III

The purpose for which this corporation is organized is:
OIL & GAS EXPLORATION AND PRODUCTION

Article IV

The number of shares the corporation is authorized to issue is:
2000

Article V

The name and Florida street address of the registered agent is:
ANTHONY WOLPERT
7315 SW 87TH AVE.
SUITE 200
MIAMI, FL. 33173

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

Registered Agent Signature: ANTHONY WOLPERT

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Article VI

The name and address of the incorporator is:

BRIAN RICHTER
700 ELMHURST DRIVE
UNIT F
HIGHLANDS RANCH CO, 80129

Electronic Signature of Incorporator: BRIAN RICHTER

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: PD
BRIAN RICHTER
700 ELMHURST DRIVE UNIT F
HIGHLANDS RANCH, CO. 80129 US

Article VIII

The effective date for this corporation shall be:

03/20/2012