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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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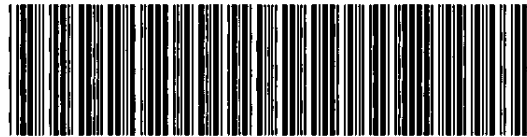
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R 06/13/12

COVER LETTER

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

SUBJECT: Clean Fuels II, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: William A Hartman
Name (Printed or typed)

7364 Edgewood Rd, Bldg A 100
Address

Annapolis, MD 21403
City, State & Zip

410-757-7576
Daytime Telephone number

bill@cleanfuelsassociates.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

CLEAN FUELS II, INC.

A FLORIDA CLOSE CORPORATION

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TALLAHASSEE, FLORIDA

FIRST: The undersigned natural person, being at least eighteen years of age and authorized so to do, hereby forms a corporation under and by virtue of the laws of the State of Florida.

SECOND: The name of the Corporation (hereafter the "Corporation") is:

CLEAN FUELS II, INC.

THIRD: The Corporation shall be a Close Corporation pursuant to Sub Chapter XIV of the Corporations and Associations Article of the Annotated Code of Florida as amended.

FOURTH: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To engage in the business of fuel cleaning, and all other activities generally related thereto, and any other purpose allowed under the laws of the State of Florida;

2. To enter into partnerships, joint ventures and other business associations for any lawful purposes;

3. To purchase, lease and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and mixed, both in this State and in any part of the world;

4. To manufacture, purchase and deal in at wholesale or retail any and all kinds and types of materials, supplies and equipment;

5. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account or deal with all or any part of the property of the Corporation;

6. To acquire, build, charter, buy, lease, rent, operate and use vehicles of any kind or character;

7. To apply for, obtain, register, purchase, lease or otherwise acquire or own concessions, rights, options, patents, patent rights, privileges, inventions, processes, copyrights, trademarks, service marks, trade names or any right, option or contract in relation thereto; to develop, maintain, lease, sell, transfer, license, dispose of, use, operate or manufacture under or in any other way deal in and with the same; and perform, carry out and fulfill the terms and conditions of any option or contract in relation thereto;

8. To acquire by purchase, subscription or otherwise, and to hold, sell, own, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of any shares of the capital stock, script or any voting trust certificates in respect to the capital stock, or any bonds, mortgages, securities, or other evidence of indebtedness issued or granted by any other corporation, joint stock company or association, public or private, or of the Government of the United States, or any State, territory, municipality or other political subdivision, and to issue in exchange therefor, in

the same manner provided by law, shares of the capital stock, bonds or other obligations of the corporation; and while the holder or owner of any such shares of capital stock, script, voting trust certificates, bonds, mortgages or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;

9. To acquire by purchase, lease or otherwise to own, use and operate factories, shops, manufacturing plants, including lands, buildings, machinery, equipment and appliances, warehouses, stores and other properties within and without the State of Florida, which may be useful to accomplish any and all of the purposes or carrying on any of the business of the character hereinbefore referred to;

10. To enter into, make and perform contracts without limit as to the character or amount, execute, issue and endorse drafts, bills of exchange and negotiable instruments of all kinds, as permitted by law;

11. To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stocks, notes or other obligations, and to secure the same by pledge or mortgage of the whole or any part of the property of this Corporation, whether real or personal, or to issue bonds, debentures, debenture stock or notes without any such security;

12. To purchase, hold and re-issue the shares of its capital stock in such manner as the Board of Directors may from time to time determine;

13. To have one or more offices and places of business and to carry on all or any part of its operations or business, without restriction or limit as to the amount of places in any of the cities, districts or territories of the United States, subject to the laws of such state, district or territory.

In addition to and without limiting the foregoing powers, the Corporation shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or conferred upon corporations of a similar character by the General Laws of the State of Florida now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred. The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, object or business in any manner to limit or restrict the generality of any other purpose, object or business, or to limit or restrict any of the powers of the corporation, and the said corporation shall have, enjoy and exercise all of the powers and rights now or hereafter conferred by statute upon corporations, it being the intention that the purposes, objects and powers specified in each of the paragraphs of this Article Fourth of these Articles of Incorporation shall, except as otherwise expressly provided, in no way be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this Article, or of any other Article of these Articles of Incorporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business or exercise any power, or to do any act which a corporation formed under the laws of the State of Florida may not at the time lawfully carry on or do.

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TALLAHASSEE, FLORIDA

FIFTH:

The address of corporation's principal office in this State is:

5132 Delacroix Dr.
Brooksville, FL 34604

The name and address of the Resident Agent is:
William A. Hartman, Trustee, Hartman Dynasty Trust
5132 Delacroix Dr.
Brooksville, FL 34604

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The Resident Agent is an individual actually residing in this State.

SIXTH: The total number of shares of capital stock which the Corporation has authority to issue is 1,000 shares of Common Stock, with no classes, without par value.

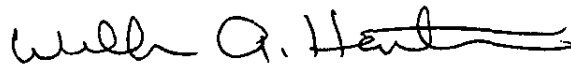
SEVENTH: The corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose names are:

William A. Hartman

EIGHTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 7 day of June, 2012, and I acknowledge the same to be my duly authorized act.

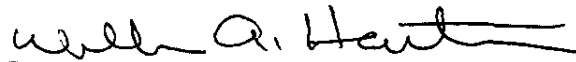
WITNESS:



William A. Hartman
5132 Delacroix Dr.
Brooksville, Florida 34604

CONSENT OF RESIDENT AGENT

I hereby consent to act as resident agent in Florida for the entity named in the attached instrument.



Signature of William A. Hartman