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001/004

Division of Corporations

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Email Address: Cengiz. Hancer@gmail.com

**FLORIDA PROFIT/NON PROFIT CORPORATION
Hendry Oil Holdings, Inc.**

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**ARTICLES OF INCORPORATION
OF
HENDRY OIL HOLDINGS, INC.**

The undersigned incorporator to these articles of incorporation hereby forms a corporation (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I

Name

The name of the corporation is Hendry Oil Holdings, Inc.

ARTICLE II

Initial Principal Office and Mailing Address

The corporation's initial principal office and mailing address is 2963 Gulf to Bay Boulevard, Suite 323, Clearwater, FL 33759.

ARTICLE III

Shares

The corporation shall have authority to issue 10,000 common shares without par value.

ARTICLE IV

Initial Registered Agent and Office

The street address of the initial registered office of the corporation is 100 South Ashley Drive, Suite 400, Tampa, FL 33602, and the name of its initial registered agent at that address is CFRA, LLC.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Name

Address

Cengiz Hancer

2963 Gulf to Bay Boulevard
Suite 323
Clearwater, FL 33759

ARTICLE VI
Indemnification

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages to the corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the corporation or serves or served any other enterprises at the request of the corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE VII
Perpetual Existence

The corporation shall have perpetual existence.

ARTICLE VIII
Initial Directors

The names and addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Johan Gedda	2963 Gulf to Bay Boulevard Suite 323 Clearwater, FL 33759
Cengiz Hancer	2963 Gulf to Bay Boulevard Suite 323 Clearwater, FL 33759

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Dated this 29th day of November 2012.


Cengiz Hancer, Incorporator

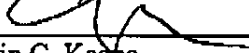
ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this 29th day of November 2012.

REGISTERED AGENT:

CFRA, LLC
a Florida limited liability company

By: 
Cristin C. Keane,
Authorized Representative