

AVIS & AVIS, P.A.

ATTORNEYS AT LAW  
CRYSTAL TREE CENTRE, SUITE 30  
1201 U.S. HIGHWAY ONE

NORTH PALM BEACH, FLORIDA 33401  
TELEPHONE (407) 622-3400  
FACSIMILE (407) 622-0565

WARREN E. AVIS, JR.\*  
DEBORAH K. AVIS\*\*  
MARINA D. PETILLO\*\*\*

\*ALSO ADMITTED IN MICHIGAN  
\*\*ALSO ADMITTED IN SOUTH CAROLINA  
\*\*\*ALSO ADMITTED IN NEW YORK

PALM BEACH OFFICE  
ISLAND NATIONAL BANK BLDG. SUITE 203  
180 ROYAL PALM WAY  
PALM BEACH, FLORIDA 33480  
TELEPHONE (407) 659-0200  
FACSIMILE (407) 659-0901

PLEASE REPLY TO  
Palm Beach

Department of State  
Division of Corporation  
Post Office Box 332  
Tallahassee, Florida 32314

Re: FS ENERGY SERVICES, INC.

800001367978  
-01/03/95--01115--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-captioned corporation together with the executed acceptance of appointment of registered agent and this firm's check in the amount of \$78.75 covering the following fees:

Filing Fee	\$35.00
Certificate of Good Standing	8.75
Registered Agent Designation	35.00
	<hr/>
	\$78.75

Please file the original Articles of Incorporation, date and stamp the enclosed copy and return it with a Certificate of Good Standing letter to the undersigned.

Very truly yours,  
Avis & Avis, P.A.

  
Warren E. Avis, Jr.

Enclosures

JAN 4 1995 358

FILED  
JAN 3 1995  
TALLAHASSEE  
FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FS ENERGY SERVICES, INC.**

FILED  
95 JAN -3 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator Arnold J. Rothstein, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation shall be:

FS ENERGY SERVICES, INC.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

625 Riverside Road  
North Palm Beach, Florida 33408

**ARTICLE III**

**CAPITAL STOCK**

The aggregate number of shares of stock the Corporation shall be authorized to create and issue is 1000 shares of Common Stock having a par value of \$1.00 per share.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is:

Arnold J. Rothstein  
625 Riverside Road  
North Palm Beach, Florida 33408

## **ARTICLE V**

### **INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Arnold J. Rothstein  
625 Riverside Road  
North Palm Beach, Florida 33408

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

The name and street address of the initial director who shall hold office the first year of the Corporation's existence or until his successors are elected, is:

Arnold J. Rothstein  
625 Riverside Road  
North Palm Beach, Florida 33408

## **ARTICLE VII**

### **NATURE OF BUSINESS**

The Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at North Palm Beach, Florida, for the uses and purposes aforesaid, on this 30 day of DECEMBER, 1994.

Arnold J. Rothstein  
Arnold J. Rothstein, Incorporator

STATE OF FLORIDA       )  
                                  )  
PALM BEACH COUNTY     )       SS.

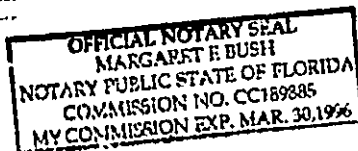
Before me personally appeared Arnold J. Rothstein, to me well known to be the person described and who produced Personally known as identification and did not take an oath and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at North Palm Beach, Florida, this 30 day of DECEMBER, 1994.

Margaret E. Bush  
Notary Public, State of Florida at Large

MARGARET E. BUSH  
Name of Acknowledger

My Commission Expires: Mar. 30, 1996



**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

FILED  
95 JAN -3 AM 9:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
107.05017E. 110017A

Pursuant to the provisions of section 607.05017E, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

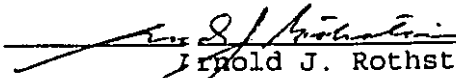
1. The name of the corporation is:

FS ENERGY SERVICES, INC.

2. The name and address of the registered agent and office is:

Arnold J. Rothstein  
625 Riverside Road  
North Palm Beach, Florida 33408

SIGNATURE

  
Arnold J. Rothstein

TITLE

Prc.

DATE

30 DECEMBER 94

HAVING BEEN NAMED AS A REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE

30 DECEMBER 94