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KALOGIANIS & ASSOCIATES, P.A.

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CONSULTANT KALOGIANIS

January 27, 1995

Dear Sir or Madam:

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Enclosed you will find a check for \$70.00 which includes a filing fee for the Articles of Incorporation and Acceptance as registered Agent for Oilrag Industries, Inc. Please send your confirmation letter ~~by Fed Ex mail to~~ in the enclosed Express Mail to!

Mr. Joseph Fazio  
537 Louis Drive  
Newbury Park, California 91320

Thank you for your time. Should you have any questions, please do not hesitate to contact our office.

Sincerely,

*Steve Leunes*

Steve Leunes

FILED  
95 JAN 31 AM 8 27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

B. RESBATE FEB 3 1995

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ARTICLES OF INCORPORATION

OF

OILRAG INDUSTRTIES, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation under the Florida Business Corporation Act and hereby certifies as follows:

ARTICLE I. CORPORATE NAME.

The name of this corporation, hereinafter referred to as the "Corporation", is OilRag Industries, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of the Corporation are 9718-5 Katy Drive, Hudson, Florida 34667.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are:

NAME: Steve Leunes  
ADDRESS: 4821 U.S. Highway 19, Suite # 4  
New Port Richey, Florida 34652

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation are:

NAME: Steve Leunes  
ADDRESS: 4821 U.S. Highway 19, Suite # 4  
New Port Richey, Florida 34652

ARTICLE VI. PURPOSE.

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the Florida Business Corporation Act and the laws of the State of Florida.

ARTICLE VII. DIRECTORS.

The powers of the incorporator are to terminate upon the filing of

these Articles of Incorporation and the name and mailing address of the person who is to serve as director until the first meeting of stockholders or until his successors are elected and qualify is as follows:

NAME: Joseph M. Fazio  
ADDRESS: 537 Louis Drive  
Newbury Park, California 91320


**ARTICLE VIII. PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

**ARTICLE IX. AMENDMENT.**

These Articles of Incorporation may be amended in the manner provided by law.

The undersigned has executed these Articles of Incorporation this 27th of January, 1995.

  
\_\_\_\_\_  
Steve Leunes  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept Service of Process for the above stated Corporation, at the place designated herein, I am familiar with the obligations of my position as Registered Agent and I hereby agree to act in this capacity, and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: January 27, 1995

Steve Leunes  
Steve Leunes

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95 JAN 31 AM 8:20  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA