

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

P95000071350

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: South Georgia Petroleum Co.

	C.C. FEE.	DISBURSED
Capital Expense		
Art. of Inc.		
Corp. Record Search		
Art. Partnership Fil		
Foreign Corp. Fil		
✓ Cert. Copy(s)		
✓ Prob. Copy		
Art. of Amend. Filo		
Dissolution/Withdrawal		
C U S.	100001431334	
Fictitious Name File	-03/16/95--01035--011	
	****70.00 ****70.00	
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

MAR 16 1995

BSB

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No. _____
BY	<u>W</u>		

WALK-IN
 Will Pick Up 3-16 11:00

FEE.....	\$
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
SOUTH GEORGIA PETROLEUM CO.

FILED
95 MAR 16 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I--NAME

The name of this Corporation is South Georgia Petroleum Co.

ARTICLE II--ADDRESS

The address of the principal office of the Corporation is 2406 Harper Street, Jacksonville, Florida; and, the mailing address of the Corporation is Post Office Box 43250, Jacksonville, FL 33203-3250.

ARTICLE III--SHARES

The Corporation is authorized to issue Ten Thousand (10,000) Shares of common stock.

ARTICLE IV--INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2406 Harper Street, Jacksonville, Florida, and the mailing address is Post Office Box 43250, Jacksonville, FL 32203-3250. The name of the initial registered agent of the Corporation at such address is Mitchell D. Swanson.

ARTICLE V--INCORPORATOR

The name and address of the incorporator is Allen R. Lieser, 2406 Harper Street, Jacksonville, Florida 32204.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of March, 1995.


Allen R. Lieser

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

FILED
MAR 16 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That South Georgia Petroleum Co., desiring to organize under the laws of the State of Florida, with its principal place of business in the City of Jacksonville, State of Florida, has named Mitchell D. Swanson, located at 2406 Harper Street, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.


Allen R. Lieser, Incorporator

March 10, 1995

Date

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, Mitchell D. Swanson hereby agrees to act in this capacity, and Mitchell D. Swanson further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.


Mitchell D. Swanson

March 10, 1995

Date