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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: KNIGHT ENERGY OF SOUTH FLORIDA, INC.

FAX AUDIT NUMBER: H95000005513

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FILED
05 MAY 17 PM 2:51
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
KNIGHT ENERGY OF SOUTH FLORIDA, INC.

FILED
95 MAY 17 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is KNIGHT ENERGY OF SOUTH FLORIDA, INC.

Article II

Duration

This corporation shall have perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business of the corporation shall be:

2255 Glades Road, Suite 219A
Boca Raton, FL 33431

Article V

Capital Stock

This corporation is authorized to issue 100,000 shares of common stock, \$.01 par value per share.

Article VI

Initial Registered Office And Agent

The street address of the initial registered office of this corporation is 2255 Glades Road, Suite 219A, Boca Raton, FL 33431, and the name of the initial registered agent of this corporation at that address is William L. Knight.

Article VII

Initial Board of Directors

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

William L. Knight
2255 Glades Road, Suite 219A
Boca Raton, FL 33431

Article VIII

Incorporator

The name and address of the person signing these Articles of Incorporation is:

George A. Pincus
2255 Glades Road, Suite 340 West
Boca Raton, FL 33431

Article IX

Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided that the person proposed to be indemnified meets the requisite standard of conduct for permissive indemnification as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent. The indemnification provided herein shall not be deemed exclusive of any other rights to which

those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be an officer, director, employee or agent of the corporation, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders shall be subject to this reservation.

Article XII

Bylaws

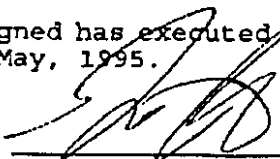
The bylaws may be adopted, altered, amended or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaw provision adopted by the shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

Article XIII

Beginning of Corporate Existence

The corporate existence of this corporation shall begin on May 17, 1995.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of May, 1995.




George A. Pincus
Incorporator

SENT BY: Keron Telecopier 7521 : 5-17-95 : 11:43AM :

4072415280- DIV OF CORPORATIONS: 5

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.


William L. Knight
Registered Agent
Dated: May 17, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA