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March 14, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: 3900 FEDERAL PETROLEUM CORP.

Dear Sirs:

300001748289
-03/19/96--01015--019
****122.50 ****122.50

Enclosed herewith please find Articles of Incorporation for the above-referenced corporation. Additionally, enclosed herewith please find check in the amount of \$122.50 representing filing fees for same.

Thank you

Alex N. Grief, Esq.

3-21-96
TB

**ARTICLES OF INCORPORATION
OF
3900 FEDERAL PETROLEUM CORP.**

THE UNDERSIGNED subscriber to these Articles of Incorporation, a natural person competent to contract, forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME:

The name of this Corporation is: 3900 FEDERAL PETROLEUM CORP.

FILED
95 MAR 18 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II. NATURE OF BUSINESS:

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK:

The Capital Stock of this corporation shall be divided into ONE THOUSAND (1,000) shares of stock with \$1.00 par value.

ARTICLE IV. INITIAL CAPITAL:

The amount of capital with which this corporation will begin business is ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE V. TERM OF EXISTENCE:

This corporation shall exist perpetually from the date of the filing of these Articles.

ARTICLE VI. ADDRESS:

The street address of the initial registered office of the corporation is:

3900 NORTH FEDERAL HIGHWAY
LIGHTHOUSE POINT, FLORIDA 33064

The name of the initial resident agent of this corporation at that address is:

JAIME MARLES

The street address of the principal place of business shall be:
3900 NORTH FEDERAL HIGHWAY
LIGHTHOUSE POINT, FLORIDA 33064

ARTICLE VII. DIRECTORS:

This corporation shall have one (1) Director initially. The number of directors may be increased or diminished from time to time, as provided in the By-Laws.

ARTICLE VIII. INITIAL ADDRESS:

The name and address of the member of the first Board of Directors is:
JAIME MARLES
3900 NORTH FEDERAL HIGHWAY
LIGHTHOUSE POINT, FLORIDA 33064

ARTICLE IX. SUBSCRIBERS:

The name and address of each Subscriber to these Articles of Incorporation is:
JAIME MARLES
3900 NORTH FEDERAL HIGHWAY
LIGHTHOUSE POINT, FLORIDA 33064

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 14th day of March, 1996.

Jaime Marles
JAIME MARLES

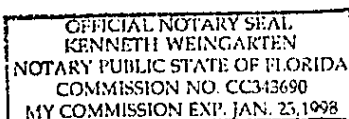
STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County aforesaid, personally appeared JAIME MARLES, personally known to me or presented his driver's license: FL MCY2420 54250 0 and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 14th day of March, 1996.

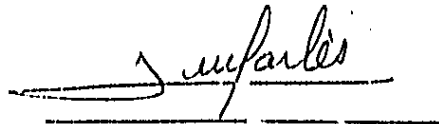
Kenneth Weingarten
NOTARY PUBLIC/STATE OF FL.
KENNETH WEINGARTEN

My Commission Expires:



ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at a place designated in this Certificate, I hereby accept said designation as Registered Agent and agree to comply with the provisions relative to keeping said office open.

A handwritten signature in cursive script, appearing to read "Jaime Marles", is written over a horizontal line.

JAIME MARLES

FILED
96 MAR 18 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA