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networks PRESONAL HALL CLOSE & FLANCIAL SERVICES

ALLAHAS EA, HI CRIDA ACCOUNT NO. : 0721000000032

REFERENCE: 939764 120000

AUTHORIZATION :

Patricia Popula COST LIMIT : 9 122.50

ORDER DATE: May 2, 1996

ORDER TIME : 11:43 AM

ORDER NO. : 939764

CUSTOMER NO:

120000

CUSTOMER: Renee Ann Winslow, Legal Asst

PERRY SHAPIRO MILLER & JARKESY

Suite 600

1645 Palm Beach Lakes Blvd. West Palm Beach, FL 33401

DOMESTIC FILING

NAME:

RED ROAD GAS & OIL CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY _ PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:



800001805858

ARTICLES OF INCORPORATION

OF

FILED 96 HAY -2 PH 12: 42 SEGUL FALL ARAS COLO GROW

RED ROAD GAS & OIL CORP.

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME

The name of the corporation shall be RED ROAD GAS & OIL CORP. The mailing address is: 17600 N. Bay Road, #702, North Miami Beach, Florida 33160.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is all lawful business and engaging in any activity or business permitted under the laws of the United State or of this Stated.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock with a par value of \$.01 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 17600 N. Bay Road, #702, North Miami Beach, Florida 33160, and the name of the initial registered agent at such address is David Kalichman.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of not less than one (1) nor more than five (5) members. The number of directors may be increased or decreased from time to time as authorized by the By-Laws, but shall never be less than one (1). The name and address of the initial director is:

David Kalichman 17600 N. Bay Road #702 North Miami Beach, FL 33160 Svetlana Kumhnir 17600 N. Bay Road #702 North Miami Beach, FL 33160 FILED

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SECULATION ALL ATTACK

Nathan Vinbaytel 17600 N. Bay Road #702 North Miami Beach, FL 33160

ARTICLE VII -- INCORPJRATORS

The name and address of the person signing these Articles is: David Kalichman, 17600 N. Bay Road, #702, North Miami Beach, FL 32160.

IN WITNESS WHEREOF, I have made and subscribed these Articles this 301th day of April, 1996.

DAVID KALICHMAN

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this the day of April, 1996, by David Kalichman, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

RENEE ANN WINSLOW
MY COMMISSION # CC 214708 EXPIRES
AUGUST 23, 1998
BONGED THRU TROY FAIN JUSURANCE, INC.

NOTARY PUBLIC (Notary Seal)

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH IN THESE ARTICLES OF INCORPORATION.

DAVID KALICHMAN