P96000046848

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

____ of ____

№ 52603

RE: ESOIL 1-27-45-15 Corporation

NAME ____
FIRM ____
ADDRESS ____

PHONE ( ) ____

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

To us via ____ Return via ____

Matter No.: ____ Express Mail No. ____

State Fee $ ____ Our $ ____

	D.C. FEE	DISBURSED
____ Capital Express™		
✓ Art. of Inc. File		
____ Corp. Record Search		
____ Ltd. Partnership File		
____ Foreign Corp. File		
( ) Cert. Copy(s)		
Photo		
____ Art. of Amend. File		
____ Dissolution/Withdrawal		
____ C U S		
____ Fictitious Name File		
____ 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		

FILED
96 JUN -3 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUN -3
DIVISION OF CORPORATIONS

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

R CHESSER JUN 4 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/3/96		
TIME	1:45		CK No.
BY	CD		

WALK-IN
Will Pick Up ____ ____

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

11-2529-7 PONDERS INC., THOMASVILLE, GA.

ARTICLES OF INCORPORATION

OF

ESOIL 1-27-45--15 CORPORATION

FILED
95 JUN -3 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **ESOIL 1-27-45--15 CORPORATION**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 2655 S. Le Jeune Rd., Ste PH 1-C, Coral Gables, FL 33134.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Anthony J. Estevez, 2655 S. Le Jeune Road, Suite PH 1-C, Coral Gables, FL 33134.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Anthony J. Estevez, 2655 S. Le Jeune Road, Suite PH 1-C, Coral Gables, FL 33134.

The undersigned has executed these Articles of Incorporation this 3rd day of June 1996.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"

Crystal C. Dugger

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: ______

ESOIL 1-27-45-0015 Corporation

FILED
96 JUN -3 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. The name and street address of the registered agent and office is: Anthony J. Estevez

2655 S. Le Jeune Road, Ste. PH 1-C

Coral Gables, FL 33134

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

______
Anthony J. Estevez

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

P96000046848

___ of ___

№ 52602

RE: ESO | 1-27-45-15 Corporation

NAME
FIRM
ADDRESS

PHONE ( )

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

To us via ___ Return via ___

Mailer No.: ___ Express Mail No. ___

State Fee $ ___ Our $ ___

	C.C. FEE	DISBURSED
Capital		
Art. of Inc.		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
( ) Cert. Copy(s)		
✓ Art. of Amend. File		
Dissolution/Withdrawal		
C U S.		
Fictitious Name File		
Name Reservation		35.00
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.		

900001863559
-06/17/96--01035--024
****210.00 ****70.00

96 JUN 17 PM 12:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SUBTOTALS ___

FEE $ 6/17
DISBURSED $
SURCHARGE $ Joy
TAX on corporate supplies $
SUBTOTAL $ Name
PREPAID $ Charge
BALANCE DUE $

$

DIVISION OF CO.
96 JUN 17

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

	REQUEST TAKEN	CONFIRMED	APPROVED
DATE	6/17/96		
TIME	9:00		CK No.
BY	CD		

WALK-IN
Will Pick Up ___

11-2579-7 PONDER'S INC., THOMASVILLE, GA.

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

95 JUN 17 PM 12: 10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Esoil 1-27-45--15 Corporation
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: **Amendment(s) adopted:**
Article 1- New name shall be
Esoil 1-27-45-0015 Corporation

SECOND: **If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:**

THIRD: **The date of each amendment's adoption:** 6/12/96.

FOURTH: **Adoption of Amendment(s)** (check one)

X The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

__ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

__ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by None.
(voting group)

(continued)

Signed this ______ day of ____________________, 19______.

Esoll 1-27-45--15 Corporation
(Corporation Name)

By ______________________________
(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

Anthony J. Estevez
(Typed or printed name)

President / Director
(Title)