PROTOSOFIS (((H96000007B6))) J FILING COVER SHEET ELECTRO FROM: HELLER & BARNETT CORPORATE TO: DIVISION OF CORPORATIONS SERVICES DEPARTMENT OF STATE 1214 N UNIVERSITY OR STATE OF FLORIDA 409 EAST GAINES STREET PLANTATION FL 33322-TALLAHASSEE, FL 32399 CONTACT! BRIAN K BARNETT FAX: (904) 922-4000 PHONE: (954) 475-8484 FAX: (954) 475-1125 (((H96000008786))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: OILFIELDS, INC. FAX AUDIT NUMBER: H96000000786 CURRENT STATUS: REQUESTED DATE REQUESTED: 06/24/1996 TIME REQUESTED: 14:57:58 CERTIFICATE OF STATUS: 0 CERTIFIED COPIES: 0 NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 074525001567 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000008786))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND <CR>:

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ARTICLES OF INCORPORATION

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OILFIELDS, INC.

ARTICLE I - CORPORATE MANE

The name of the corporation is OilFIELDS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Plorids.

ARTICLE IV - CAPITAL STOCK

The comporation is authorized to issue Five Hundred (500) of Common Stock at \$1.00 par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

MICHARD CARLONE

8101 SUNRISE LAKES DR. N. SUNRISE, FLORIDA 33322

(Note: Both principal address and agents address are the

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (one) directors initially. The number of directors may be either increased or diminished from time to time by the By - Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Heller & Barnett Corporate Services 1214 N. University Drive Plantation, Florida 33322 (954) 475-8484 H96000008786

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(2)

RICHARD CARLONE

8101 SUNNIER LARRE DR. M. BUNKISE, PLONIDA 33322

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

MICHARD CARLONE

8101 SUNRIGH LARES DR. M. SUNRISE, FLORIDA 33322

IN WITHMEN WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 17TH day of June, 1996.

STATE OF PLORIDA

85

COUNTY OF BHOHARD

before me, a Notary Public authorised to take acknowledgments in the State and County set forth above, personally appeared before me, RICHARD CARLONE known to me and known to be the person(s) who executed the foregoing Articles of incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITHESS WEEREOF, I have horseunto affixed my hand and smal, in the State and County aforesaid, this 17th Day of June, 1996.

....

MY COMMISSION PEPIRES:

(NOTARY SEAL)

Manager Colored

Heller & Barnett Corporate Services 1214 N. University Drive Plantation, Florida 33322 (954) 475-8484 H96000008786

H96000008786

CENTIFICATE AND ACEMONLEDGHENT OF REGISTERED AGENT

Cortificate of Registered Agent

OF

CILFIELDS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is subsitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation 5101 SURRISE LARES DR. W. SURRISE, FLORIDA, 33322 has nessed RICHARD CARLOWS located at the aforesaid address as its registered agent to accept service of process in this State.

ACKNOWLEDGHEET

Maving been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

MICHAR CARLONE REGISTERED AGENT

Heller & Barnett Corporate Services 1214 N. University Drive Plantation, Florida 33322 (954) 475-8484 H96000008786