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EMPIRE CORPORATE KIT

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((H96000015790 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: J D GAS CORP AT THE KEYS

AUDIT NUMBER.....H{96000015790

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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Correction
11/8/96

FILED
96 NOV -8 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

390-5415
Ray
11/8/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 8, 1996

EMPIRE CORPORATE KIT

SUBJECT: J D GAS CORP AT THE KEYS
REF: W96000023780

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H96000015790
Letter Number: 596A00051283

(4)

ARTICLES OF INCORPORATION

H96000015790

OF

J D GAS AT THE KEYS CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: J D GAS AT THE KEYS CORP.

The principal place of business of this corporation shall be:

2101 N.W 68th Avenue Miami FL 33152
Mailing Address: P.O. BOX 1191 Key Largo FL 33037

FILED
NOV - 8 PM 4:01
CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is 500 @ \$1.00 authorized to have outstanding at any one time is: FIVE HUNDRED @ \$1.00 (ONE DOLLAR)

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

JOSE NAE
3899 NW 7TH ST. SUITE 203
MIAMI, FL 33126
(305) 541-3980

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

JOSE PEREZ, PRESIDENT
JORGE LEAL, SECRETARY

2101 N.W 68th Ave., Miami FL 33152
2101 N.W 68th Ave., Miami FL 33152

ARTICLE VI INCORPORATOR(S)

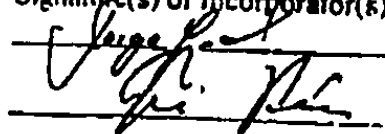
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

JOSE PEREZ (49%)
JORGE LEAL (51%)

2101 N.W 68th Ave., Miami FL 33152
2101 N.W 68th Ave., Miami FL 33152

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 1 day of November, 1996

Signature(s) of Incorporator(s)



JOSE NAE
3809 NW 7TH ST. SUITE 203
MIAMI, FL 33126
(305) 541-3980

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CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 Florida Statutes, the undersigned 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: J D GAS AT THE KEYS CORP.

2. The name and address of the registered agent and office is:

JOSE PEREZ

2101 N.W 68th Ave

(P.O. BOX NOT ACCEPTABLE)

Miami FL 33152

(CITY/STATE/ZIP)

SIGNATURE *Jose Perez*

(Corporate Officer)

TITLE President

DATE November 1, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE *Jose Perez*

(Registered Agent)

DATE November 1, 1996

JOSE NAE
3899 NW 7TH ST. SUITE 301
MIAMI, FL 33126
(305) 541-3081

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