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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001  
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004  
CONTACT: JOHNNY C RODRIGUEZ  
PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: TOOLS AND HARDWARE, INC. NEW WORLD GAS INC.  
AUDIT NUMBER.....H96000016740  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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**Articles of Incorporation  
of  
New World Gas Inc.**

**Article I. Name**

The name of this Florida corporation is:  
**New World Gas Inc.**

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**Article II. Address**

The mailing address of the Corporation is:  
**New World Gas Inc.**  
c/o 1675 Palm Beach Lakes Blvd., 7th FL  
West Palm Beach FL 33401

**Article III. Capital Stock**

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$.10 per share.

**Article IV. Registered Agent**

The name and address of the registered agent of the Corporation is:

**Fletcher N. Baldwin, III  
Newburgh, Baldwin & Gershman, P.A.  
1675 Palm Beach Lakes Blvd., 7th FL  
West Palm Beach FL 33401**

**Article V. Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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**Fletcher N. Baldwin FL Bar Member 449199  
Newburgh, Baldwin & Gershman, P.A.  
1675 Palm Beach Lakes Blvd., 7th FL  
West Palm Beach FL 33401  
561-684-8898 • Fax 561-684-8820**

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.  
The name of each initial member of the Corporation's Board of Directors is:

Tae H. Kwon  
Young C. Kwon  
Christine Kwon

Article VI. Incorporator

The name and address of the incorporator is:

Fletcher N. Baldwin  
Newburgh, Baldwin & Gershman, P.A.  
1675 Palm Beach Lakes Blvd., 7th FL  
West Palm Beach FL 33401

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective November 27, 1996

The undersigned incorporator executed these Articles of Incorporation on November 27, 1996

FLETCHER N. BALDWIN  
FLETCHER N. BALDWIN  
by L.A. Uriarte as attorney-in-fact

Fletcher N. Baldwin FL Bar Member 449199  
Newburgh, Baldwin & Gershman, P.A.  
1675 Palm Beach Lakes Blvd., 7th FL  
West Palm Beach FL 33401  
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**Certificate of Designation  
Registered Agent and Registered Office**

**CORPORATION:**  
**New World Gas Inc.**

**REGISTERED AGENT:**  
**Fletcher N. Baldwin, III**  
**Newburgh, Baldwin & Gershman, P.A.**  
**1675 Palm Beach Lakes Blvd., 7th FL**  
**West Palm Beach FL 33401**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



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**FLETCHER N. BALDWIN, III**  
by L.A. Uriarte as attorney-in-fact

Date: 11/27/96

Fletcher N. Baldwin FL Bar Member 449199  
Newburgh, Baldwin & Gershman, P.A.  
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