

DEC. 11 1996

COHEN, CHASE, HOFFMAN

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: COHEN, CHASE, HOFFMAN & TRAUTMAN, P.A. ACCT#: 102450002676
CONTACT: MARY W KURLANSIK
PHONE: (305)670-0201 FAX #: (305)670-6152

NAME: LIBERTY GAS ACQUISITION, INC.
AUDIT NUMBER.....H96000017242
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
LIBERTY GAS ACQUISITION, INC.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE
12-9-96

ARTICLE I - NAME

The name of this corporation is Liberty Gas Acquisition, Inc.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the 6th day of December, 1996; provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
7,500	\$1.00	Common

This instrument prepared by:
Mark Schwimmer, Esquire
Florida Bar No. 290017
Cohen, Chase & Hoffman, P.A.
9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156
(305) 670-0201

ARTICLE V - OFFICERS

The initial officers of the Corporation shall be:

President Robert P. Hollander
Secretary Robert P. Hollander
Treasurer Robert P. Hollander

ARTICLE VI - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at the following address:

18305 Biscayne Boulevard, Suite 401
Aventura, Florida 33160

The corporation's mailing address shall, initially, be located at the same address.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>REGISTERED AGENT</u>	<u>STREET ADDRESS OF REGISTERED OFFICE</u>
Mark Schwimmer, Esquire	9400 S. Dadeland Boulevard, Suite 600 Miami, Florida 33156

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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. The initial director of this corporation is:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Robert P. Hollander	18305 Biscayne Boulevard, Suite 401 Aventura, Florida 33160

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

NAME

Mark Schwimmer

ADDRESS

9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 6th day of December, 1996.

Incorporator:

Mark Schwimmer
MARK SCHWIMMER

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation:

Mark Schwimmer
MARK SCHWIMMER

PARALIBERTYARTICLES