

99700006380

Matlin & McClosky

FRED W. MATLIN  
GREGG W. McCLOSKEY  
RONALD E. D'ANNA  
STEVEN G. SCHWARTZ

LAW OFFICES  
2300 GLADES ROAD  
SUITE 400, EAST TOWER  
BOCA RATON, FLORIDA 33431  
TELEPHONE 561/368-9200  
FACSIMILE 561/393-7050

TAMPA BAY OFFICE  
PRESTIGE PLACE, SUITE 155  
2600 McCORMICK DRIVE  
CLEARWATER, FLORIDA 34619  
TELEPHONE 813/797-7552  
FACSIMILE 813/535-6765

GEORGE L. SIGALOS  
MICHAEL J. IOANNOU  
GARY J. DRUCKER  
GORDON A. DIETERLE  
A. TOM SPYREDES  
LISA BISAGNI  
DAVID J. PASCUIZZI

January 13, 1997

REPLY TO: Boca Raton

UNITED STATES MAIL

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32314

600002060736--6  
-01/16/97--01090--005  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Blackwell Oil, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced proposed Florida corporation, and a check made payable to the Department of State in the amount of \$122.50, representing the filing fee, designation of registered agent fee and certified copy fee.

After filing, please return the documents to me in the self-addressed, stamped envelope I have provided for your convenience.

Thank you in advance for your cooperation and assistance in this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,

*M. J. Ioannou*  
Michael J. Ioannou

MJI:bc  
Enclosures

cc: Mr. Theodore Pampoukas

H:\LIBRARY\9610500\LETTERS\SEC-ST.MJI

FILED  
97 JUN 16 PM 7:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
FOR  
BLACKWELL OIL, INC.**

**FILED**  
91 JAN 16 PM 7:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I. NAME**

The name of the corporation shall be: BLACKWELL OIL, INC.

**ARTICLE II. PRINCIPAL OFFICE**

The initial principal place of business and mailing address of the corporation shall be 4441 Thomas Street, Hollywood, Florida 33021. The Board of Directors may, from time to time, change the mailing address of the principal place of business of the corporation.

**ARTICLE III. PURPOSE**

The corporation may engage in or transact any and all lawful activities or business permitted under the laws of the State of Florida, the United States of America, or any other state, territory or commonwealth of the United States of America.

#### **ARTICLE IV. CAPITAL STOCK**

The aggregate number of shares of stock the corporation is authorized to issue and have outstanding at one time is one hundred (100) shares of common stock. The common stock of this corporation shall have the following characteristics:

- (a) Par value of \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. A common stockholder that is interested in a matter which is voted upon shall not be disqualified from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the stockholders of the outstanding common stock.

#### **ARTICLE V. REGISTERED AGENT AND ADDRESS**

The name and mailing address of the initial registered agent of the corporation is Theodore Pampoukas, 4441 Thomas Street, Hollywood, Florida 33021. The Board of Directors may, from time to time, change the name and mailing address of the registered agent/registered office of the corporation.

#### **ARTICLE VI. OFFICERS**

The corporation shall have one (1) officer, initially. The name and mailing address of the initial officer is Theodore Pampoukas, 4441 Thomas Street, Hollywood, Florida 33021, who shall act as President, Vice-President, Treasurer and Secretary.

#### **ARTICLE VII. TERM OF EXISTENCE**

The corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation with the Department of State, State of Florida, Division of Corporations.

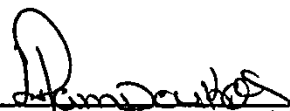
#### **ARTICLE VIII. DIRECTORS**

All corporate powers shall be executed by, and the business and affairs of the corporation shall be managed by, the Board of Directors. The Board of Directors of the corporation shall consist of one (1) Director, initially. The number of Directors of the corporation may be increased or decreased, from time to time, by the By-Laws, but shall never consist of less than one (1) Director. The name and mailing address of the initial Director is Theodore Pampoukas, 4441 Thomas Street, Hollywood, Florida 33021.

#### **ARTICLE IX. INCORPORATOR**

The name and mailing address of the incorporator of these Articles of Incorporation is Theodore Pampoukas, 4441 Thomas Street, Hollywood, Florida 33021.

The undersigned has signed and executed these Articles of Incorporation, this 10 day of January, 1997.

  
\_\_\_\_\_  
Theodore Pampoukas, Incorporator

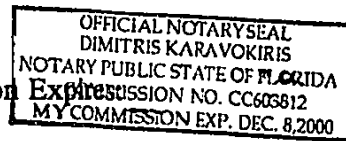
STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF BROWARD                )

BEFORE ME, an officer duly authorized in the aforesaid State and in the aforesaid County, personally appeared **THEODORE PAMPOUKAS**, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereto set my hand and official seal in the aforesaid County and State, this 10 day of January, 1997.

  
Notary Public

My Commission Expires



Personally known to me or

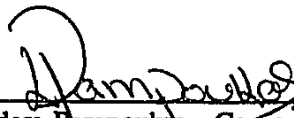
Produced as identification \_\_\_\_\_.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

The name and mailing address of the registered agent/registered office is Theodore Pampoukas, 4441 Thomas Street, Hollywood, Florida 33021.

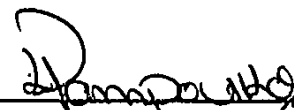
Dated: January 10, 1997.

  
Theodore Pampoukas - Corporate Officer  
Title: President

FILED  
97 JAN 16 PM 7:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

Dated: January 10, 1997.

  
Theodore Pampoukas - Registered Agent

\\ALIBRARY\96105001\MISC\ART-INC.MJI