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RICHARD R. LOGSDON, P.A.
ATTORNEY AT LAW

1423 S. FORT HARRISON AVENUE
CLEARWATER, FLORIDA 34616
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -3 AM 9:33

January 30, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32304

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-02/04/97--01109--018
***122.50 ***122.50

RE: E & B OIL, Inc.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Please certify one of the copies enclosed and return same to this office.

My check in the amount of \$122.50 is also enclosed to cover the cost of filing said Articles.

Very truly yours,

Richard R. Logsdon

Richard R. Logsdon

RRL/jk
Enc.

RICHARD R. LOGSDON, P.A.

ATTORNEY AT LAW

1423 S. FORT HARRISON AVENUE

CLEARWATER, FLORIDA 34616

TELEPHONE 813/446-8249

FAX 813/446-7593

February 5, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32304

Attn: Doris Brown

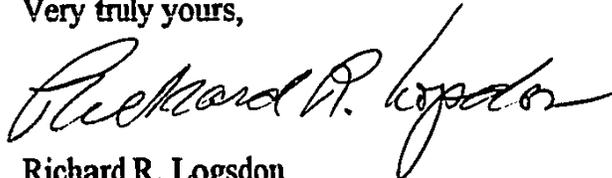
RE: E&B Oil, Inc.

Dear Ms. Brown:

As per your telephone conversation with my secretary, enclosed herein please find an original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida corporation. Please certify one of the copies enclosed and return same to my office.

It was my understanding that you would hold our check in the amount of \$122.50 previously forwarded to you on January 30, 1997 until these Articles of Incorporation were received. If you have any questions or problems, please do not hesitate to contact my office.

Very truly yours,



Richard R. Logsdon

RRL/jk
Enc.

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ARTICLES OF INCORPORATION.

OF

E & B OIL, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: E & B Oil, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

NOTE: Par value shares may be issued only for a consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Robert A. Silvia
13280 Tamiami Trail
North Port, FL 34287

The principal place of business is the same as the registered office.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and their street addresses are:

Robert A. Silvia
13280 Tamiami Trail
North Port, FL 34287

Elaine J. Silvia
13280 Tamiami Trail
North Port, FL 34287

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATORS.

The name and street address of the persons signing these Articles of Incorporation as the Incorporators are:

Robert Silvia
13280 Tamiami Trail
North Port, FL 32487

Elaine Silvia
13280 Tamiami Trail
North Port, FL 32487

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled

to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

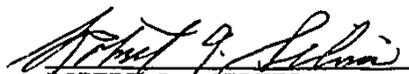
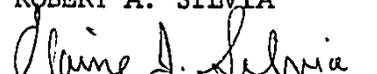
ARTICLE X. EFFECTIVE DATE.

These Articles of Incorporation shall be effective upon receipt by the Secretary of State's office.

ARTICLE XI. MISCELLANEOUS PROVISIONS.

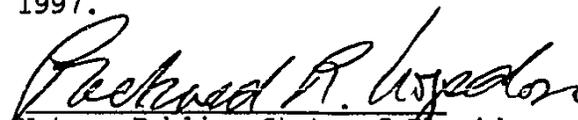
It is the intention of the Incorporators of this Corporation that the first Board of Directors adopt a plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss on stock of a small business corporation which qualifies under the code.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on February __, 1997.


ROBERT A. SILVIA

ELAINE J. SILVIA

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public, personally appeared ROBERT A. SILVIA, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on February 5th, 1997.


Notary Public, State of Florida
My commission expires:

(SEAL)



RICHARD R. LOGSDON
MY COMMISSION # CC382335 EXPIRES
July 4, 1998
BONDED THROUGH TROY FAH INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public, personally appeared ELAINE J. SILVIA, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on February 5th, 1997.


Notary Public, State of Florida
My comission expires:

(SEAL)



RICHARD F. LOGSDON
MY COMMISSION # CC382335 EXPIRES
JULY 4, 1998
BONDED THRU TROY FAH INSURANCE, INC.

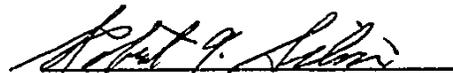
**CERTIFICATE DESIGNATING PLACE OF RESIDENCE OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -3 AM 9:33

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: E & B OIL, INC., is desirous to organize under the laws of the State of Florida with its principal business as indicated in the Articles of Incorporation, at the City of North Port, County of Sarasota, State of Florida, has named ROBERT A. SILVIA, located at 13280 Tamiami Trail, North Port, Florida 34287, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of E & B OIL, INC., at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


ROBERT A. SILVIA
Registered Agent