

TRANSMITTAL LETTER

P97000073781

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-08/25/97--01029--001
*****78.75 *****78.75

SUBJECT: NORTH FLORIDA OIL, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 25 AM 9:39

FROM: Brenda L. Simmons
Name (Printed or typed)

24133 State Road 40
Address

Astor, Florida 32102
City, State & Zip

352-759-2895
Daytime Telephone number

Darlene
GAVE
AUTHORIZATION BY PHONE TO accept
CORRECT *incop* *sig-002* *LA page*
DATE 8/26/97
DOC. EXAM 31

NOTE: Please provide the original and one copy of the articles.

31
8/26

ARTICLES OF INCORPORATION
OF
NORTH FLORIDA OIL, INC.

ARTICLE I
NAME

The name of the corporation is NORTH FLORIDA OIL, INC.

ARTICLE II
APPLICABLE LAW

The Corporation is organized pursuant to the provisions of the Florida Business Corporation Act.

ARTICLE III
DURATION

The Corporation will begin its corporate existence as of the filing of these Articles of Incorporation and will have a perpetual duration.

ARTICLE IV
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE V
CAPITAL STOCK

The Corporation will have authority, acting by its board of directors, to issue not more than ten thousand (10,000) shares of common stock having a par value of one dollar (\$1.00) per share

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE OF THE CORPORATION

The street and mailing address of the initial registered office of business and principal office of the Corporation is 24133 State Road 40, Astor, Florida 32102 and the initial registered agent of the Corporation at that address is Brenda L. Simmons. The mailing address of the principal place of business of the Corporation is P.O. Box 157, Astor, Florida 32102.

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ARTICLE VII
PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VIII
INDEMNIFICATION

The Corporation will indemnify any officer or director, or any former officer or director, to the fullest extent permitted by the Florida Business Corporation Act.

ARTICLE IX
LIMITATION OF DIRECTOR LIABILITY

A director is not personally liable for monetary damages to the Corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, by a director, unless:

a. The director breached or failed to perform his duties as a director; and

b. The director's breach of, or failure to perform, those duties constitute:

(1) A violation of the criminal law, unless the director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful. A judgment or other final adjudication against a director in any criminal proceeding for a violation of the criminal law estops the director from contesting the fact that his breach, or failure to perform, constitutes a violation of criminal law; but does not estop the director from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful;

(2) A transaction from which the director derived an improper personal benefit, either directly or indirectly;

(3) A circumstance under which the liability provisions of the Florida Business Corporation Act Section 607.0834 are applicable;

(4) In a proceeding by or in the right of the Corporation to procure a judgment in its favor or by or in the right if a shareholder, conscious disregard for the best interest of the Corporation, or willful misconduct; or

(5) In proceeding by or in the right of someone other than the Corporation or a shareholder, recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

The limitation of director liability will be consistent with the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE X
INITIAL BOARD OF DIRECTORS

The initial board of directors will consist of one member. The number of directors of the Corporation may be increased or decreased from time to time pursuant to the Bylaws but will never be less than one (1). The name and address of the director comprising the initial board of directors is:

Brenda L. Simmons
24118 Bobcat Road
Astor, Florida 32102

ARTICLE XI
INCORPORATOR

The name and address of the incorporator of the Corporation is:

Brenda L. Simmons
24118 Bobcat Road
Astor, Florida 32102

IN WITNESS WHEREOF, the undersigned being the incorporator of the Corporation has executed these Articles of Incorporation this 21st day of August, 1997.

/Brenda L. Simmons/
BRENDA L. SIMMONS

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: NORTH FLORIDA OIL, INC.

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

Brenda L. Simmons
(NAME)
24133 State Road 40
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
Astor, Florida 32102
(CITY/STATE/ZIP)

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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.

Brenda Simmons
(SIGNATURE)

REGISTERED AGENT/INCORPORATOR::

8-21-97
(DATE)