

P970000 76048



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 516467 82273A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 3, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 516467-005

CUSTOMER NO: 82273A

CUSTOMER: Ms. Kay Cannedy
BLACK & BLACK, P.A.

7520 Red Road, Suite J

Miami, FL 33143

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-09/03/97--01037--006
****122.50 ****122.50

DOMESTIC FILING

NAME: TNL AMERICAN TRADING COMPANY,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

FILED
97 SEP - 3 11:06
STATE
FLORIDA
TALL

SN SEP - 3 1997

**ARTICLES OF INCORPORATION
of
TNL AMERICAN TRADING COMPANY, INC.**

FILED
97 SEP -3 AM 11:06
SEC. OF STATE
TALLAHASSEE, FLORIDA

The name of this corporation is **TNL American Trading company, Inc.**

II.

This corporation shall have perpetual existence, unless sooner dissolved according to law.

III.

This corporation is organized for the following purposes: To engage in the transaction of any and all lawful business whatsoever. The specific nature of the business of this Corporation shall be to buy and sell oil and oil related products; to receive income and disburse funds; and handle all general business and administrative business that may be required in the normal operation of a legally constituted corporation.

IV.

This corporation is authorized to issue 1,000,000 shares of \$.01 par value common stock.

V.

The street address of the initial registered office of this corporation, and the principal address of this corporation, is:

142 Sans Souci Drive
Coral Gables, FL 33133

and the name of the initial registered agent of this corporation at that address is

E. HAROLD GASSENHEIMER

VI.

This corporation shall have one (1) 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 name and address of the initial director of this corporation shall be:

E. Harold Gassenheimer
142 Sans Souci Drive
Coral Gables, FL 33133

VII.

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

E. Harold Gassenheimer
142 Sans Souci Drive
Coral Gables, FL 33133

VIII.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IX.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporations Act.

X.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI.

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 02th day of September, 1997


E. HAROLD GASSENHEIMER

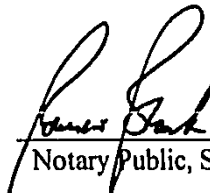
STATE OF FLORIDA)

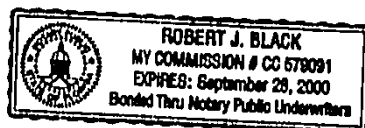
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COUNTY OF DADE)

BEFORE ME the undersigned authority personally appeared, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid, this 02 nd day of September, 1997.


Notary Public, State of Florida at large



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

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First that TNL American Trading Company, Inc., desiring to organize
under the Laws of the State of Florida, with its registered office, as
indicated in the Articles of Incorporation has named E. HAROLD
GASSENHEIMER, of 142 Sans Souci Drive., Coral Gables, Florida as its
agent to accept service of process within this State.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, the undersigned
hereby accepts to act in this capacity, and agrees to comply with the
provision of said Act relative to keeping open said office.


E. HAROLD GASSENHEIMER

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97 SEP -3 AM 11:06
STATE OF FLORIDA
TALLAHASSEE