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LAW OFFICES

LENARD H. GORMAN, P.A.

2655 LEJEUNE ROAD
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September 25, 1997

Ms. Sandra B. Mortham
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Moody Petroleum, Inc.

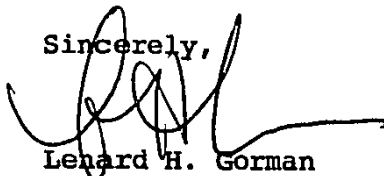
EFFECTIVE DATE
9-25-97

FILED
97 SEP 30 PM 1:10
TALLAHASSEE, FLORIDA

Dear Ms. Mortham:

Enclosed are Articles of Incorporation for Moody Petroleum, Inc. We are also enclosing a check in the amount of \$122.50 for the filing fees. In addition, we enclose a self-addressed stamped envelope for the return of the certified copies of the articles. If you should have any questions, please do not hesitate to contact us.

Sincerely,



Lenard H. Gorman

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**ARTICLES OF INCORPORATION
OF
MOODY PETROLEUM, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name and mailing address of this Corporation shall be:

EFFECTIVE DATE
9-25-97 Moody Petroleum, Inc.
12907 S.W. 103rd Place
Miami, Florida 33176

**ARTICLE II
NATURE OF CORPORATE BUSINESS**

The corporation may engage in any activities or businesses permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be located at 2655 Le Jeune Road, Penthouse I-D, Coral Gables, Florida 33134, and the initial registered agent of this Corporation at such office shall be Lenard H. Gorman.

**ARTICLE V
INITIAL BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

**ARTICLE VI
INCORPORATOR**

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

<u>Name</u>	<u>Address</u>
Lenard H. Gorman	2655 Le Jeune Road Penthouse I-D Coral Gables, Florida 33134

**ARTICLE VII
COMMENCEMENT DATE**

This Corporation shall commence its existence on the date upon the Articles of Incorporation are executed and acknowledged.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.



LENARD H. GORMAN

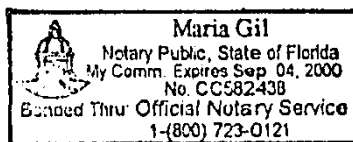
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Lenard H. Gorman to me well known to be the person described as the Incorporator in the

foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation this 25th day of September, 1997.


Notary Public

My Commission Expires:



The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Date: September 25, 1997


Lenard H. Gorman

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA