

P97000099823

November 19th, 1997

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

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-11/21/97--01088--001
****122.50 ****122.50

RE: UNITED STATES ETHANOL CORPORATION

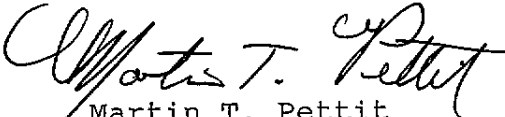
Dear Sir or Madame:

Enclosed please find an original and one copy of the Articles of Incorporation for the above captioned corporation and a check in the amount of \$122.50. Kindly return the certified copy and address all further communications to:

Martin T. Pettit
UNITED STATES ETHANOL CORPORATION
2805 Freeman Street
Coconut Grove, Florida 33133 - 3908
Tel.: (305) 860 - 1236

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Sincerely yours,


Martin T. Pettit

MTP/s
Encls.

ARTICLES OF INCORPORATION
OF
UNITED STATES ETHANOL CORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. - NAME

The name of the corporation shall be:

UNITED STATES ETHANOL CORPORATION

ARTICLE II. - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

2805 Freeman Street
Coconut Grove, Florida 33133 - 3908

ARTICLE III. - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000) Shares

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ARTICLE IV. - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

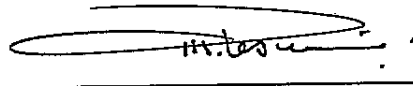
Martin T. Pettit
2805 Freeman Street
Coconut Grove, Florida 33133 - 3908

ARTICLE V. - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Georges Ph. Riesen
2805 Freeman Street
Coconut Grove, Florida 33133 - 3908

The undersigned has executed these Articles of Incorporation this 18th day of November 1997.

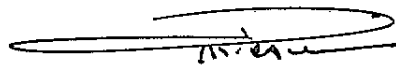


Georges Ph. Riesen
PRESIDENT

CERTIFICATE OF DESIGNATION
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.

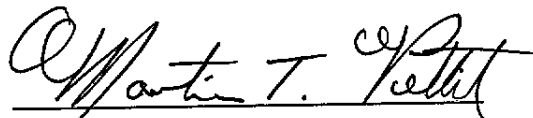
1. The name of the corporation is: UNITED STATES ETHANOL CORPORATION
2. The name and address of the registered agent and office is: MARTIN T. PETTIT, 2805 FREEMAN STREET, COCONUT GROVE, FLORIDA 33133 - 3908



GEORGES PH. RIESEN,
PRESIDENT
NOVEMBER 18TH, 1997

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DIVISION OF CORPORATIONS
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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.



MARTIN T. PETTIT
November 18th, 1997