

# PETERSON & MYERS, P.A.

ATTORNEYS AT LAW

J. HARDIN PETERSON, SR. (1894-1978)  
MICHAEL W. CREWSTER (1941-1991)

PHILIP O. ALLEN  
JACK P. BRANDON  
BEACH A. BROOKS, JR.  
KRISTEN M. BUZZANCA  
J. DAVIS CONNOR  
MICHAEL S. CRAIG  
ROY A. CRAIG, JR.  
JACOB C. DYKXHOORN  
DENNIS P. JOHNSON  
KEVIN C. KNOWLTON  
DOUGLAS A. LOCKWOOD, III  
M. CRAIG MASSEY  
PETER J. MUNSON  
CORNEAL B. MYERS  
CORNELIUS B. MYERS, III  
E. BLAKE PAUL  
ROBERT E. PUTERBAUGH  
ABEL A. PUTNAM  
THOMAS B. PUTNAM, JR.  
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130 EAST CENTRAL AVENUE  
LAKE WALES, FLORIDA 33853  
(941) 676-7611  
(941) 683-8942  
FAX 676-0643

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LAKELAND, FLORIDA 33802-4628

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WINTER HAVEN, FLORIDA 33883-7608

141 5TH STREET, NW, SUITE 300  
WINTER HAVEN, FLORIDA 33881  
(941) 294-3360  
FAX 299-5498

PLEASE REPLY TO:

Lake Wales  
January 8, 1998

Attorneys' Title Insurance Fund, Inc.  
660 East Jefferson Street, Suite 200  
Tallahassee, FL 32301

Return to  
P/O 1A State

FILED  
98 JAN 12 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

000002396250--9  
-01/12/98-01001-009  
\*\*\*\*122.50 \*\*\*\*122.50

To Whom It May Concern:

Enclosed, please Articles of Incorporation for Southeast Petroleum, Inc. to be filed with the Florida Secretary of State. Please file these articles the same day that you receive them. After the articles have been filed, please obtain a Certificate of Good Standing for the corporation. Also enclosed is check in the amount of \$30.00 for your services.

If you have any questions regarding these matters, please feel free to give me a call. Thank you for your assistance in this matter.

Sincerely,

*Keith H. Wadsworth*  
Keith H. Wadsworth

/ap  
Enclosures

RECEIVED  
98 JAN -9 PM 3:41  
DIVISION OF CORPORATION

W98-666  
K. Rolfe JAN 12 1998

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FAX 299-5498

PLEASE REPLY TO:

Lake Wales  
January 8, 1998

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Southeast Petroleum, Inc.  
Articles of Incorporation

Gentlemen:

Enclosed for filing is the original and one copy of the Articles of Incorporation for the above named Florida corporation.

Also enclosed is this firm's check, in the amount of \$122.50, representing payment of the following fees: file Articles - \$35.00, registered agent fee - \$35.00 and certified copy fee - \$52.50.

Upon approval and filing of these articles, certificate and affidavit, please furnish certified copies to the attention of:

Keith H. Wadsworth  
Peterson & Myers, P.A.  
P.O. Box 1079  
Lake Wales, FL 33853

If anything further is required, please call me. Thank you for your assistance in this matter.

Sincerely,

  
Keith H. Wadsworth

/ap  
Enclosures



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 12, 1998

ATTORNEYS' TITLE INSURANCE FUND  
660 EAST JEFFERSON ST.  
SUITE 200  
TALLAHASSEE, FL 32301

SUBJECT: SOUTHEAST PETROLEUM, INC.  
Ref. Number: W98000000666

We have received your document for SOUTHEAST PETROLEUM, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 898A00001603

**ARTICLES OF INCORPORATION  
OF  
SOUTHEAST PETROLEUM OF CENTRAL FLORIDA, INC.**  
(a corporation for profit)

FILED  
98 JAN 12 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of this corporation is SOUTHEAST PETROLEUM OF CENTRAL FLORIDA, INC.

**ARTICLE II**

**DURATION**

This corporation shall have perpetual duration. The corporate existence shall begin with the date and time of the filing of these Articles of Incorporation by the Florida Department of State.

**ARTICLE III**

**PURPOSES AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

**ARTICLE IV**

**AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is Fifty Thousand (50,000) shares of common stock. Such shares shall consist of one class only and shall have a par value of \$1.00 per share.

**ARTICLE V**

**PRINCIPAL OFFICE**

The address of the principal office and the mailing address of the corporation shall initially be 210 East North Avenue, Lake Wales, FL 33853.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office is 210 East North Avenue, Lake Wales, FL 33853, and the name of its initial registered agent at that office is Kenneth E. Allen, Sr.

**ARTICLE VII**  
**MANAGEMENT OF THE CORPORATION'S AFFAIRS**

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

**ARTICLE VIII**  
**OFFICERS**

The officers of the corporation shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

**ARTICLE IX**  
**INITIAL OFFICERS**

The names and addresses of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

President:	Kenneth E. Allen, Sr.
Secretary:	Margaret Allen
Treasurer:	Margaret Allen
Vice President:	Kelly Tingle
Vice President:	Kenneth E. Allen, Jr.

**ARTICLE X**  
**BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation shall be four. The number of directors may be increased or decreased from time to time in accordance with

the bylaws, but shall never be less than one. Members of the board of directors need not be residents of the State of Florida nor shareholders of the corporation. The directors shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and vacancies filled in the manner provided in the bylaws.

The name and address of each person who shall serve as a member of the initial board of directors are as follows:

Kenneth E. Allen, Sr.  
210 E. North Avenue  
Lake Wales, FL 33853

Kenneth E. Allen, Jr.  
210 E. North Avenue  
Lake Wales, FL 33853

Margaret Allen  
210 E. North Avenue  
Lake Wales, FL 33853

Kelly Tingle  
210 E. North Avenue  
Lake Wales, FL 33853

#### **ARTICLE XI**

##### **NAMES AND ADDRESSES OF INCORPORATORS**

The name and address of the incorporator of this corporation are as follows:

Kenneth E. Allen, Sr.  
210 E. North Avenue  
Lake Wales, FL 33853

#### **ARTICLE XII**

##### **BYLAWS**

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

#### **ARTICLE XIII**

##### **MEETINGS OF THE SHAREHOLDERS**

Annual and specially called meetings of the shareholders of this corporation shall be held as provided in the bylaws.

**ARTICLE XIV**  
**QUORUM AT SHAREHOLDERS' MEETING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders of the corporation.

**ARTICLE XV**  
**AMENDMENT OF ARTICLES**

The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 8th day of January, 1998.

Signed, sealed and delivered  
in the presence of:

Kelly A. Single  
Print Name: Kelly A. Single

Kenneth E. Allen Sr.  
KENNETH E. ALLEN, SR.  
as incorporator

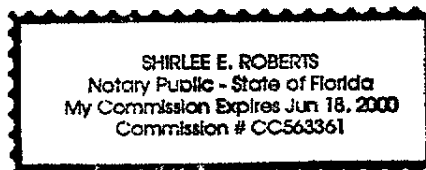
Vea K. Nace  
Print Name: VEA K. NACE

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation was acknowledged before me this 8 day of January, 1998, by KENNETH E. ALLEN, SR., who is personally known to me or who has produced a drivers license as identification.

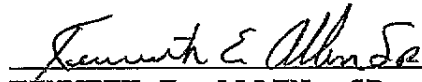
Shirlee E. Roberts  
Notary Name:  
State of Florida  
My Commission Expires: June 13, 2000



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, 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 state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: January 8, 1998

  
KENNETH E. ALLEN, SR.

FILED  
98 JAN 12 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA