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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: TEE & J ENTERPRISE, INC.

AUDIT NUMBER.....H98000002952

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/18/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 12, 1998

EMPIRE

SUBJECT: TEE & J ENTERPRISE, INC.
REF: W98000003201

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FAX Aud. #: H98000002952
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H98000000952
ARTICLES OF INCORPORATION

OF

OLD CUTLER OIL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: OLD CUTLER OIL, INC.

The principal place of business of this corp. shall be: 11890 SW 220TH STREET
MIAMI
FLORIDA 33170

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is 500@ \$1.00 authorized to have outstanding at any one time is: FIVE HUNDRED @ \$1.00 (ONE DOLLAR).

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Jose Nae
3899 NW 7th ST. Suite 203
Miami, FL 33126
Phone (305) 541-3980

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

JUAN BARRIOS
11890 SW 220TH STREET
MIAMI, FL 33170

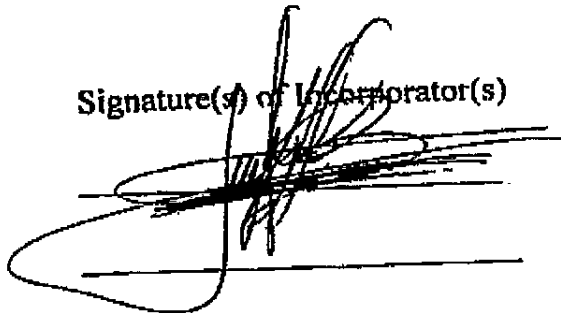
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

JUAN BARRIOS PRESIDENT & SECRETARY
11890 SW 220TH STREET
MIAMI, FL 33170

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 5th day of February, 1998.

Signature(s) of Incorporator(s)

A large, stylized handwritten signature in black ink, appearing to be 'Jose Nae', written over a horizontal line.

Jose Nae
3899 NW 7th ST. Suite 203
Miami, FL 33126
Phone (305) 541-3980

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CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 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: OLD CUTLER OIL, INC.

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

JUAN BARRIOS

11890 SW 220TH STREET

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33170

(CITY/STATE/ZIP)

SIGNATURE

(Corporate Officer)

TITLE

PRESIDENT

DATE

February 5, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

(Registered Agent)

DATE

Jose Nae
3899 NW 7th ST. Suite 203
Miami, FL 33126
Phone (305) 541-3980

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