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6/03/98

FLORIDA DIVISION OF CORPORATIONS  
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((H98000010373 2))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: SUNSHINE OIL, CORP.

AUDIT NUMBER.....H98000010373

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Bm 6/3/98

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**ARTICLES OF INCORPORATION**  
**OF**

**SUNSHINE OIL ,CORP.**

*ARTICLE I*

The name of the corporation is: **SUNSHINE OIL, CORP.**

*ARTICLE II*

The Corporation may engage in or transact in any or in all activity or business permitted under the laws of the United States and of the State of Florida.

*ARTICLE III*

The Corporation is authorized to issue and have outstanding an aggregate number of One Hundred (100) shares of one class of common stock, having a par-value of One ( \$1.00) Dollar per share. This consideration to be paid for each share of stock shall be fixed by the Board of Directors.

*ARTICLE IV*

All shareholders of the Corporation shall be vested with full preemptive rights.

*ARTICLE V*

The Corporation initial Registered Agent and Registered Office in the State of Florida are:

**INITIAL REGISTERED AGENT: ALAIN O SANCHEZ**

**INITIAL PRINCIPAL OFFICE : 602 28 ST. OCEAN**  
**and REGISTERED OFFICE Marathon, Fl 33050**

**PREPARED BY: Westland Executive Office**  
**1790 W. 49 Street, Ste. 219, Hialeah, Fl. 33012**  
**(305) 827-4449**

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TALLAHASSEE FLORIDA

Having been named Initial Registered Agent to accept service of process of the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

*ARTICLE VI*

The number of Directors constituting the Initial Board of Directors of the Corporation is two, the number of Directors may be increased or decreased from time to time by Laws but shall never be less than one.

*ARTICLE VII*

The name and address of the members of the Initial Board of Directors is:

Name  
**ALAIN O SANCHEZ**

Address  
**1571 OVERSEAS HWY BOX 113  
Marathon, FL. 33050**

**YAQUELIN CUELLAR**

**602 28 ST. OCEAN  
Marathon, FL. 33050**

*ARTICLE VIII*

The name and addresses of the Incorporators executing these Articles of Incorporation are:

Title/Name  
President :  
**ALAIN O SANCHEZ**

Address  
**1571 OVERSEAS HWY BOX 113  
Marathon, FL. 33050**

Vice-President:  
**YAQUELIN CUELLAR**

**602 28 ST. OCEAN  
Marathon, FL. 33050**

  
ALAIN O SANCHEZ

  
YAQUELIN CUELLAR

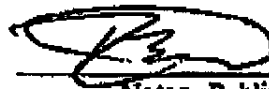
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**ACKNOWLEDGMENT**

STATE OF FLORIDA       ]  
                                  ] SS  
COUNTY OF MIAMI DADE ]  
                                  ]  
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Before a Notary Public authorized to take acknowledgment in the STATE OF FLORIDA and COUNTY OF MIAMI DADE, set forth above, personally appeared ALAIN O SANCHEZ and YAQUELIN CUELLAR known to me and by me to be the person(s) who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

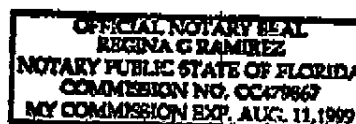
IN WITNESS WHEREOF, I have set here unto my hand and seal affixed in the STATE OF FLORIDA, COUNTY OF MIAMI DADE, this 2th day of June, 1998.



Notary Public

STATE OF FLORIDA AT LARGE

My commission expires: August 11, 1999



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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 and 617.0501, 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: SUNSHINE OIL, CORP.
2. The name and addresses of the registered agent and office is:

**ALAIN O SANCHEZ**  
**602 28 ST. OCEAN**  
**Marathon , FL. 33050**

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 REGISTRERED 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

Signature: Alain O. Sanchez

Date: 6-2-98