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SION OF CORPORATION

ARTICLES OF INCORPORATION

99 JAN 25 PM 3: 16

OF

PANTHER PETROLEUM, INC.

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

ARTICLE I: NAME

The name of the corporation is PANTHER PETROLEUM, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 29C Eastgate Drive, Boynton Beach, FL 33436.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Alan L. Krutt, 29C Eastgate Drive, Boynton Beach, FL 33436.

ARTICLE V: INCORPORATOR

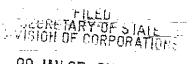
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Alan L. Krutt, 29C Eastgate Drive, Boynton Beach, FL 33436.

The undersigned has executed these Articles of Incorporation this 25th day of January 1999.

"Capital Connection, Inc. by Crystal Dugger, Office Manager"



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE, 99 JAN 25 PM 3: 16

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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.

3	The	name	of t	the o	corpo	oration	is:	P	ANTH	er 1	BROLE	um,	Inc
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HAVE 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.



