

**CORPORATE  
ACCESS,  
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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*Proft*

1.) *M+J Gas Corporation*  
(CORPORATE NAME & DOCUMENT #)

2.)  
(CORPORATE NAME & DOCUMENT #)

3.)  
(CORPORATE NAME & DOCUMENT #)

4.)  
(CORPORATE NAME & DOCUMENT #)

5.)  
(CORPORATE NAME & DOCUMENT #)

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99 MAY 20 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SPECIAL INSTRUCTIONS**

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T. SMITH MAY 21 1999

ARTICLES OF INCORPORATION

I, the undersigned, a natural person competent to contract, do hereby make, subscribe, and file these articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is:

M & J Gas Corporation

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

1700 S. Dixie Highway Suite 3-B  
Boca Raton, FL 33432

ARTICLE III - PURPOSE

This corporation may engage in any activity of business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

This Corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

Joseph L. Maher III, CPA  
1700 S. Dixie Highway, Suite 3-B  
Boca Raton, FL 33432

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) director at any time.

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#### ARTICLE VII - INITIAL DIRECTORS

The name and address of the initial Director is:

John Jewell  
2387 NW 49<sup>th</sup> Lane  
Boca Raton, FL 33431

#### ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Joseph L. Maher III, CPA  
1700 South Dixie Highway, Suite 3-B  
Boca Raton, FL 33432

#### ARTICLE IX - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price, which it is offered to others.

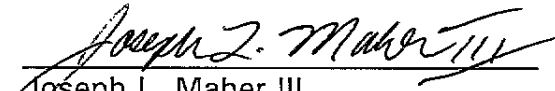
#### ARTICLE X - IDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true.

  
Joseph L. Maher III  
Subscriber

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, a Notary Public, authorized to take acknowledgements in the State and County se forth above, personally appeared JOSEPH L. MAHER III known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the State and County aforesaid this 20<sup>th</sup> day of May.

  
NOTARY PUBLIC



William Day, III  
MY COMMISSION # CC662489 EXPIRES  
October 16, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

DEPARTMENT OF STATE

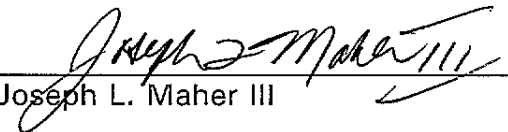
Certificate Designating Place of Business or Domicile for the Service of Process Within This State Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

\* \* \* \* \*

The following is submitted in compliance with Chapter 49.091, Florida Statutes:

a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 1700 South Dixie Highway, County of Palm Beach, State of Florida, as its agent to accept Service of Process within the State of Florida.

Dated: May 20, 1999

  
\_\_\_\_\_  
Joseph L. Maher III

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept Service of Process at the above Florida designated address) in some conspicuous place in the office as required by law.

FILING FEE: \$ 78.50

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TALLAHASSEE, FLORIDA