

99000053423

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 10 AM 8:30

LAW OFFICES  
ALLEY, MAASS, ROGERS & LINDSAY, P.A.

321 ROYAL POINCIANA PLAZA, SOUTH

POST OFFICE BOX 431

PALM BEACH, FLORIDA 33480-0431

(561) 659-1770

FACSIMILE (561) 833-2261

FROM BROWARD (954) 421-1540

RAYMOND C. ALLEY (1893-1975)  
HAROLD G. MAASS (OF COUNSEL)  
DOYLE ROGERS  
ALAN LINDSAY  
EDWARD D. LEWIS  
NEAL W. KNIGHT, JR.  
DAVID H. BAKER  
WILLIAM W. ATTERBURY III  
LOUIS L. HAMBY III  
ROBB R. MAASS  
M. TIMOTHY HANLON  
WARREN D. HAYES, SR.  
GENE D. LIPSCHER  
STUART J. HAFT  
KENNETH T. LETSCH

FORT LAUDERDALE OFFICE  
1600 S.E. 17TH STREET CAUSEWAY  
SUITE 404  
FORT LAUDERDALE, FLORIDA 33316  
(954) 767-0215  
FACSIMILE (954) 761-7644

June 9, 1999

VIA FEDERAL EXPRESS

Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

EFFECTIVE DATE  
6-9-99

700002300477--0  
-06/10/99--01050--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

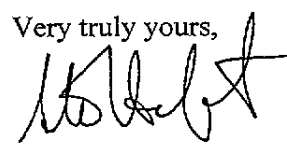
Re: EPE ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed is the original and one copy of Articles of Incorporation for the above-referenced company. *(And check for filing fee)*

Please file the Articles, effective the date of execution, and return the Certificate of Incorporation, as well as a certified copy of the Articles, to me by regular mail in the enclosed envelope.

Thank you for your assistance.

Very truly yours,  
  
STUART J. HAFT

Enclosures  
111351

B. BROWN JUN 14 1999

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 10 AM 8:30

ARTICLES OF INCORPORATION  
OF  
EPE ENTERPRISES, INC.

EFFECTIVE DATE  
6-9-99

Article I - Name

The name of this corporation is EPE ENTERPRISES, INC.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 1000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Principal Office; Mailing Address

The principal office address of this corporation is 129 Woodbridge Road, Palm Beach, Florida 33480, and the mailing address is c/o Stuart J. Haft, Esq., 321 Royal Poinciana Plaza South, Palm Beach, Florida 33480.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is c/o Alley, Maass, Rogers & Lindsay, P.A., 321 Royal Poinciana Plaza South, Palm Beach, Florida and the name of the initial registered agent of this corporation at that address is STUART J. HAFT, ESQ.

Article VIII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The name and address of the initial director of this corporation is:

Edward C. Lawson, Jr.  
c/o Lawson Petroleum Co.  
427 South Boston, Suite 2100  
Tulsa, Oklahoma 74103

Article IX - Incorporator

The name and address of the person signing these Articles is Stuart J. Haft, 321 Royal Poinciana Plaza, South, Palm Beach, Florida 33480.

Article X - Indemnification

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

Article XI - By-Laws

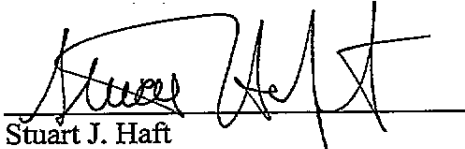
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders

is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9 day of June, 1999.

  
Stuart J. Haft  
Incorporator

Acceptance of Designation

The undersigned, STUART J. HAFT, ESQ. hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

  
STUART J. HAFT, ESQ.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 JUN 10 AM 8:30