

Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

BRANNEN ENERGY, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

BRANNEN ENERGY, INC.

ARTICLE ONE - NAME

The name of the corporation is BRANNEN ENERGY, INC.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence.

ARTICLE THREE - PURPOSE

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

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of one (\$1.00) dollar par value common stock.

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 17 West Cedar Street, Suite 2, Pensacola, Florida 32501 with a mailing address of 17 West Cedar Street, Suite 2, Pensacola, Florida 32501, and the name of the initial registered agent of this corporation at that address is David A. Brannen.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS AND SPECIFIC POWERS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Gerald L. Brown, Esquire
0009323
Emmanuel, Sheppard & Condon
30 S. Spring Street
Pensacola, Florida 32501
(850)433-6581

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TALLAHASSEE, FLORIDA

NAME

David A. Brannen

ADDRESS

17 West Cedar Street, Suite 2
Pensacola, Florida 32501

No sale, transfer, conveyance, lease or mortgage of any property of the Corporation shall be effective without the written consent of all directors, and all other actions of the Corporation shall require the approval of all directors.

ARTICLE SEVEN - INCORPORATOR

The name and address of the person signing these Articles is David A. Brannen, 17 West Cedar Street, Suite 2, Pensacola, Florida 32501.


ARTICLE EIGHT - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

ARTICLE NINE - INDEMNIFICATION

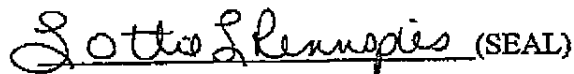
The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 15th day of July, 1999.


David A. Brannen, Subscriber

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 15th day of July, 1999 by David A. Brannen, who is personally known to me and who did not take an oath.

 (SEAL)

PAUSERS\LAS\CORP\brannenenergy\ARTICLES



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

BRANNEN ENERGY, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--that BRANNEN ENERGY, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Pensacola, County of Escambia, State of Florida has named David A. Brannen located at 17 W. Cedar Street, Suite 2, City of Pensacola, County of Escambia, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


David A. Brannen, Registered Agent

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