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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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FLORIDA PROFIT CORPORATION OR P.A.

ewing oil ii, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
EWING OIL II, INC.

(5)

The undersigned hereby agrees to organize a corporation in accordance with Chapter 607, Florida Statutes (the "Florida General Corporation Act") as follows:

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ARTICLE I. NAME

The name of the corporation: EWING OIL II, INC.

ARTICLE II. CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual commencing upon the filing of these Articles of Incorporation unless dissolved according to law.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business is to engage in any activity, business or enterprise permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issued and have outstanding at any one time is One Thousand (1,000) shares of common stock, One (\$ 1.00) Dollar par value.

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of these stocks.

ARTICLE V. INITIAL OFFICE

The initial address of the principal office of the Corporation shall be 6405 N.W. 36 Street, Suite 117, Miami, Florida 33166.

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J.R. Ferreiro, Jr., P.A., C.P.A.
6405 N.W. 36 Street, Suite 222
Miami, FL 33166

(305) 870-9333

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ARTICLE VI. DIRECTORS

The number of directors constituting the initial board of directors shall be four (4). The number of directors may increased or decreased as provided by the Bylaws of the Corporation.

The name and address of the person who shall serve as the initial directors are:

President

Sabino Sosa
3101 S.W. 102 Avenue
Miami, Florida 33165

Vice-President

Pedro Capote
6405 N.W. 36 36 Street, Suite 117
Miami, Florida 33166

Treasurer

Juan C. Capote
6405 N.W. 36 36 Street, Suite 117
Miami, Florida 33166

Secretary

Richard Capote
6405 N.W. 36 36 Street, Suite 117
Miami, Florida 33166

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Richard Capote
6405 N.W. 36 Street, Suite 117
Miami, Florida 33166

ARTICLE VIII. REGISTER AGENT

The name and address of the initial Register Agent of the Corporation is:

Richard Capote
6405 N.W. 36 Street, Suite 117
Miami, Florida 33166

The Board of Directors may, from time to time, move the Registered Office of the Corporation to any other address in the State of Florida.

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ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) of any or all the shares previously issued, and/or any new issue of stocks for cash of this corporation at the price which it is offered to others.

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the incorporator have signed these Articles of Incorporation this 3rd day of August, 1999.

Richard Capote
Richard Capote - Incorporator

STATE OF FLORIDA)

) ss:

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 3rd day of August, 1999, by RICHARD CAPOTE, Incorporator of Ewing Oil II, Inc., a Florida Corporation on behalf of the corporation. He has identified himself to me with a valid Florida Drivers License, number C130-740-66-177-0 and did take an oath.

WITNESS MY HAND and official seal, this 3rd day of August, 1999.

Isabel V. Ferreiro
Notary Public, State of Florida



ISABEL V. FERREIRO
COMMISSION # CC 722664
EXPIRES MAR 8, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

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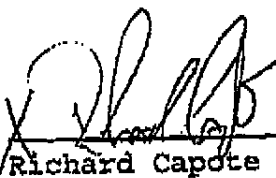
CERTIFICATE DESIGNATING THE PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING THE RESIDENT AGENT UPON WHICH PROCESS MAY BE SERVED.

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

First: EWING OIL II, INC., desiring to organize under the laws of the State of Florida with its principal office, as designated in the Articles of Incorporation at Miami-Dade County, Florida, has name Richard Capote of 6405 N.W. 36 Street, Suite 117, Miami, Florida 33166 as its resident agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above corporation, at the 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.



Richard Capote - Resident Agent

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