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ACCOUNT NO. : 072100000032

REFERENCE : 365855 8649A

AUTHORIZATION :

*Patricia Puyat*

COST LIMIT : \$ 78.75

ORDER DATE : September 7, 1999

ORDER TIME : 11:37 AM

ORDER NO. : 365855-005

400002979624--6

CUSTOMER NO: 8649A

CUSTOMER: Steven Labret, Esq  
STEVEN MICHAEL LABRET, P.A.  
STEVEN MICHAEL LABRET, P.A.  
226 Hillcrest Street

Orlando, FL 32801-1243

DOMESTIC FILING

NAME: CRUZ PETROLEUM COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP -7 AM 9:29

RECEIVED  
99 SEP 09 PM 12:46  
DEF. DIVISION OF STATE CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CRUZ PETROLEUM COMPANY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP -7 AM 9:29

The undersigned, acting as Incorporator(s), desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

Article I - Name

The name of this corporation is CRUZ PETROLEUM COMPANY.

Article II - Duration

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

Article III - General Purpose

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

Article IV - Capital Stock

This corporation is authorized to issue One Hundred Thousand (100,000) shares of capital stock, which shall be designated Common Shares with a par value of one cent (\$.01).

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock in this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/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 - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 226 Hillcrest Street, Orlando, Florida 32801; and the name of the initial registered agent of this corporation at that address is STEVEN MICHAEL LABRET.

Article VII - Initial Board of Directors

A. This corporation shall have three (3) director(s) initially.

B. The name and address of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

<u>Name</u>	<u>Address</u>
Licinio Cruz, Sr.	2337 Baesel View Drive Orlando, FL 32835
Licinio Cruz, Jr.	2337 Baesel View Drive Orlando, FL 32835
Paulo Cruz	2337 Baesel View Drive Orlando, FL 32835

Articles VIII - Incorporator

The name and address of the Incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Steven M. LaBret	226 Hillcrest Street Orlando, Florida 32801

Articles IX - By-Laws

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

Article X - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida General Corporate Act.

Article XI - Amendment

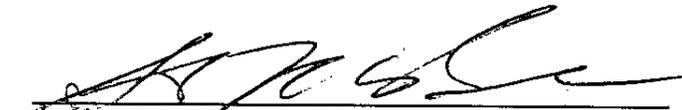
The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Article XII - Corporate Office 99 SEP -7 AM 9:29

That principal office of the business is at 6205 Lake Wilson Road, Davenport, Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida, this 3<sup>rd</sup> day of September, 1999.

  
STEVEN MICHAEL LABRET

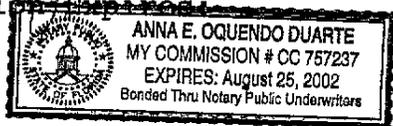
STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of September, 1999, by **Steven Michael Labret**, who:

- is (or are) personally known to me, or
- has produced \_\_\_\_\_ as identification and who did (did not) take an oath.

And he acknowledged before me that he read and executed the same and that the facts contained therein are true and correct.

  
NOTARY PUBLIC  
My Commission Expires \_\_\_\_\_



ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
STEVEN MICHAEL LABRET  
Registered Agent