

P 99000096121

LYLE M. KOENIG, ESQ.

ATTORNEY AND COUNSELOR AT LAW

MERCEDE EXECUTIVE PARK / PARKVIEW BUILDING

1886 NORTH UNIVERSITY DRIVE • PLANTATION, FLORIDA 33322

OF COUNSEL, LAW OFFICES OF STEVEN B. FEREN, P.A.

MEMBER OF FLORIDA AND MINNESOTA BARS

PHONE (954) 476-1220; 236-8000

FAX (954) 236-8001

EFFECTIVE DATE

10-26-99

October 27, 1999

Florida Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

300003028773-1

-10/29/99-01033-015

\*\*\*\*122.50 \*\*\*\*78.75

Re: LTDS Petroleum, Inc.

Dear Dept. of State:

Enclosed, please find original and one copy of Articles of Incorporation for the above referenced company and firm check number 1815 in the amount of \$122.50 as and for filing fee.

Sincerely,

Lyle M. Koenig

FILED  
99 OCT 29 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enc.

P14 11/2/99

**ARTICLES OF INCORPORATION**  
**OF LTDS PETROLEUM, INC.**

FILED  
99 OCT 29 AM 9: 04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is LTDS PETROLEUM, INC., and its principal place of business is 1798 NW 183<sup>rd</sup> Street, Miami, FL 33056.

**ARTICLE II - DURATION**

EFFECTIVE DATE

10-26-99

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue One Thousand (1,000) shares of Ten Dollar (\$10.00) par value common stock.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1876 North University Drive, Suite 308-G, Plantation, FL 33322, and the initial registered agent at this address is Tariq Hussain.

### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have two directors 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(s) of this corporation are as follows: Tariq Hussain, 1876 North University Drive, #308-G, Plantation, FL 33322, and Sajid Hussein, 1798 NW 183<sup>rd</sup> Street, Miami, FL 33056.

### **ARTICLE IX - INCORPORATORS**

The name and address of the person signing these Articles is: Tariq Hussain, 1876 North University Drive, #308-G, Plantation, FL 33322.

### **ARTICLE X - 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.

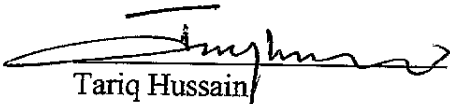
### **ARTICLE XI - INDEMNIFICATION**

This Corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

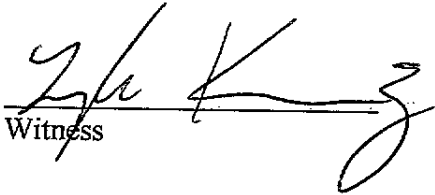
### **ARTICLE XII**

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
this 26 day of October, 1999

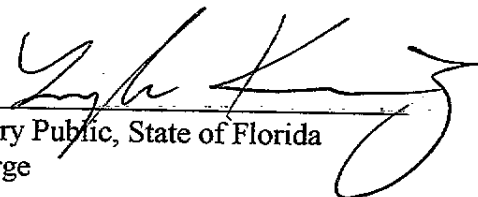
  
Tariq Hussain  
Incorporator

  
Witness

  
Witness

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26 day of Oct.  
1999, by Tariq Hussain, who is personally known to me or has produced N/A  
as identification and who did/did not take an oath.

  
Notary Public, State of Florida  
at large

My Commission Expires:



Lyle Koenig  
My Commission CC620038  
Expires February 9, 2001

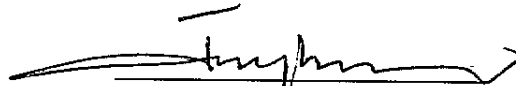
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
OCT 29 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

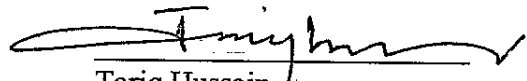
**FIRST:** That LTDS PETROLEUM, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 1798 NW 183<sup>rd</sup> Street, City of Miami, County of Miami-Dade, State of Florida, has named Tariq Hussain, 1876 North University Drive, #308-G, City of Plantation, County of Broward, State of Florida, as its agent to accept service of process within the State of Florida.

10/26/99  
Date

  
Tariq Hussain

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

10/26/99  
Date

  
Tariq Hussain