

ACCOUNT NO. : 07210000032

REFERENCE :

AUTHORIZATION:

COST LIMIT: \$ 70.00

ORDER DATE: November 9, 1999

ORDER TIME: 12:03 PM

ORDER NO. : 474440-005

000003040470--1

CUSTOMER NO:

9598A

CUSTOMER: Ms. Robin L. Gay

STAPLES, LANG & ASSOCIATES, STAPLES, LANG & ASSOCIATES,

Suite 400

41 N. Jefferson Street Pensacola, FL 32501

DOMESTIC FILING

NAME: PINEBELT ENERGY RESOURCES

CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP

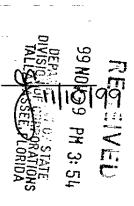
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY ___ __ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

99 NOV -9 AM 9: 49

ARTICLES OF INCORPORATION

OF

PINEBELT ENERGY RESOURCES CORPORATION

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PINEBELT ENERGY RESOURCES CORPORATION

The address of the principal office of this corporation shall be 1209 Willow Wood Lane, Gulf Breeze, Florida 32561, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$100.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

James W. Fugate Pres.		Willow Wood Lane Breeze, Florida 32561
James McFadyen V. Pres.	 · 	Willow Wood Lane Breeze, Florida 32561

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

99 NOV -9 AM 9: 49

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on November 9, 1999.

CORPORATION SERVICE COMPANY

y: Xamo K. Dunk Its Incorporator, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

CLD/agl