

P99000109995

Requester's Name
1720 SW 78th St
Address 352-332-6630
Gainesville FL 32607 352-258
City/State/Zip Phone # 4863 (cell)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Quantum Energy Resources, Inc P99000109995
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

Amended &
Restated
Articles
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-01/07/02--01067--002
****43.75 ****43.75

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

☒ Walk in ☐ Pick up time ☒ Certified Copy
☒ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☒ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☒ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

AR

1/7/02

RESTATED AND AMENDED

ARTICLES OF INCORPORATION

OF

QUANTERA ENERGY RESOURCES, INC.

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TALLAHASSEE, FLORIDA

The undersigned subscriber/incorporators to these Restated and Amended Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is Quanterra Energy Resources, Inc.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted is petroleum product marketing and resale, all other business related thereto, and the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute (1999).

ARTICLE III. CAPITAL STOCK

The number of shares that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. Shares of common stock of this corporation shall be issued to the following persons in the amounts set opposite their names.

<u>Name</u>	<u>Shares</u>
John S. Anderson	100
C. Lee Blatter	100

The stockholders may, by by-law provision or by stockholder's agreement, impose such restrictions on the sale and transfer, or encumbrance of the stock of this Corporation as they may see fit.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V. ADDRESS

The street address of the principal office of this Corporation in the State of Florida is 5200 Newberry Road, suite D-4, Gainesville, Florida 32607, and the directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. BOARD OF DIRECTORS

The Corporation shall have directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the directors of this Corporation.

ARTICLE VII. BY-LAWS

The subscribers to these Articles of Incorporation, as the incorporators of the Corporation, shall adopt the amended by-laws of the initial by-laws of the Corporation.

The by-laws shall thereafter be altered, amended or repealed only by direction of the stockholders and directors.

ARTICLE VIII. INCORPORATION

The name and address of the person signing these Articles of Incorporation is:

John S. Anderson
1720 SW 78th Street
Gainesville, Florida 32607

ARTICLE IX. REGISTERED OFFICE AND AGENT

The registered agent of this corporation is Stewart Kirkpatrick, whose address is Stewart Kirkpatrick, 5200 Newberry Road, suite D-4, Gainesville, Florida 32607.

ARTICLE X. OFFICERS

The name and office held by the officers of this Corporation are:

JOHN S. ANDERSON, President
1720 SW 78th Street
Gainesville, Florida 32607

C. LEE BLATTER, Vice President
Route 13, Box 2025
Lake City, Florida 32055

CORAL A. ANDERSON, Secretary
1720 SW 78th Street
Gainesville, Florida 32607


ANGELA BLATTER, Treasurer
Route 13, Box 2025
Lake City, Florida 32055

ARTICLE XI. AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the stockholders and directors is subject to this reservation.

CERTIFICATION

This Restatement and Amendment to the Articles of Incorporation of Quantera Energy Resources, Inc. has been approved unanimously by the directors who, pursuant to Article VI, exercise all corporate powers. The Restatement and Amendment was approved by the directors the 18th day of March, 2001, and was approved by the shareholders on the same date.


JOHN S. ANDERSON
Incorporator/President

STATE OF FLORIDA
COUNTY OF ALACHUA

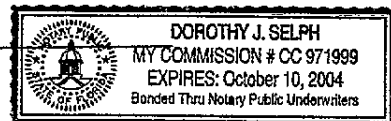
The foregoing instrument was acknowledged before me this 18th day of March, 2001, by JOHN S. ANDERSON who is personally known to me or who has produced _____, as identification and who did (did not) take an oath.


NOTARY PUBLIC

Name

DOROTHY J. SELPH

My Commission Expires _____

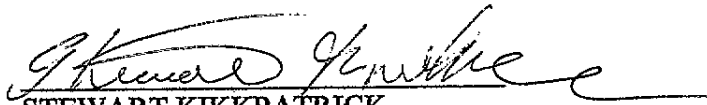


CERTIFICATE CHANGING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, F.S., THE FOLLOWING IS SUBMITTED.

First, that QUANTERA ENERGY RESOURCES, INC., desiring to organize or
qualify under the laws of the State of Florida, with its principal place of business at the
City of Gainesville, State of Florida, has named as its agent to accept service of process
within Florida, STEWART KIRKPATRICK, located at 5200 Newberry Road, Suite D-56
Gainesville, Florida 32607.

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


STEWART KIRKPATRICK
Resident Agent

FEB 14, 2001
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA