

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

FRANCES JONES MILLS
Secretary



FRANKFORT,
KENTUCKY

CERTIFICATE OF INCORPORATION

I, **FRANCES JONES MILLS**, *Secretary of State of the Commonwealth of Kentucky*, do hereby certify that *Articles of Incorporation of*

ENERGY VENTURES CORPORATION

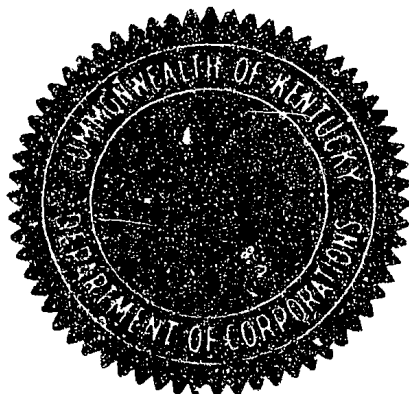
BARBOURVILLE, KENTUCKY

whose initial agent for process is WALTER POWELL, JR.

417 KNOX STREET, SUITE 1

and whose address is BARBOURVILLE, KENTUCKY 40906

duly signed according to law, have been filed in my office. I further certify that all taxes, fees and charges payable upon the filing of said *Articles of Incorporation* have been paid.



SECRETARY OF STATE

Given under my hand and seal of Office as Secretary of State, at Frankfort, Kentucky, this 12th day of DECEMBER, 19 80.

Frances Jones Mills
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ORIGINAL COPY
FILED
OFFICE OF CLERK OF SUPERIOR COURT
STATE OF WISCONSIN

ARTICLES OF INCORPORATION
OF
ENERGY VENTURES CORPORATION

11/11/80
2502
JC

KNOW ALL MEN BY THESE PRESENTS:

194358

The undersigned being natural persons over twenty-one (21) years of age, desiring to form a corporation, for profit under KRS Chapter 271 A, does hereby certify:

ARTICLE I

The name of the corporation shall be ENERGY VENTURES CORPORATION.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

The purpose of the corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

ARTICLE IV

The maximum number of shares which the corporation shall have the authority to issue is 100 shares of common capital stock with no par value. No shares having par value are authorized. All stock shall be voting stock with one vote for each share. There shall be no classification of shares. No shareholder shall have the preemptive right to acquire additional shares of the corporation.

ARTICLE V

The address of the initial registered office in Kentucky shall be:

417 Knox Street
Suite 1
Barbourville, Kentucky 40906

The name of the initial registered agent at this address is Walter Powell, Jr.

ARTICLE VI

The initial board of directors shall be composed of two (2) members. The name and address of the persons who shall serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified is as follows:

Walter Powell, Jr
417 Knox Street
Suite 1
Barbourville, Kentucky 40906

Michael L. Warren
417 Knox Street
Suite A
Barbourville, Kentucky 40906

The names and addresses of the incorporators are:

Walter Powell, Jr
417 Knox Street
Suite 1
Barbourville, Kentucky 40906

Michael L. Warren
417 Knox Street
Suite A
Barbourville, Kentucky 40906

IN WITNESS WHEREOF, We have hereunto subscribed our signature, this 10th day of December, 1980.

Walter Powell, Jr.
WALTER POWELL, JR.

Michael L. Warren
MICHAEL L. WARREN

COMMONWEALTH OF KENTUCKY
COUNTY OF KNOX

Subscribed and sworn to before me, a notary public in the foregoing County and State, by the above named Walter Powell, Jr., and Michael L. Warren, who personally appeared and acknowledged that the same was their free act and deed in due form of law.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name this the _____ day of December, 1980.

My commission expires: My Commission Expires 02-01

Annita L. Smith
NOTARY PUBLIC, STATE OF KENTUCKY AT
LARGE

I hereby certify that the above articles were prepared by:

Michael L. Warren
MICHAEL L. WARREN
P.O. BOX 763
Barbourville, Kentucky 40906
ATTORNEY AT LAW

Michael L. Warren
ATTORNEY AT LAW
417 KNOX STREET
2nd FLOOR; OFFICE A
BARBOURVILLE, KENTUCKY 40906
(606) 546-8314

SECRETARY OF STATE
RECEIVED

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COMMONWEALTH OF KENTUCKY

November 10, 1980

Mrs. Frances Jones Mills
Secretary of State
Commonwealth of Kentucky
Capitol Building
Frankfort, Kentucky 40601

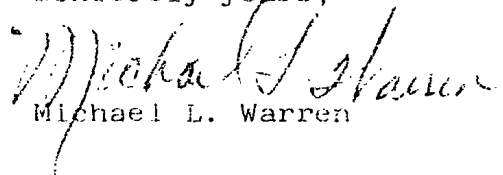
In Re: Articles of Incorporation
Energy Ventures Corporation

Dear Mrs. Mills:

Please find enclosed Articles of Incorporation for Energy Ventures Corporation. I have enclosed 3 originals of same and have also enclosed a check in the amount of \$25.00 to cover the cost of filing. I ask that you please file the same of record in your office and forward the Certificate of Incorporation to me.

Your cooperation in this matter is greatly appreciated.

Sincerely yours,


Michael L. Warren

MLW/bc