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PICK-UP WAIT MAIL

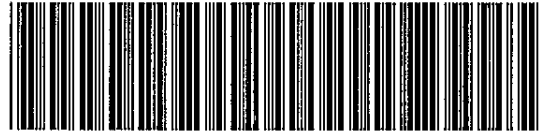
(Business Entity Name)

(Document Number)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

03 MAR 14 PM 2:42

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2003 MAR 14 PM 4:48

FILED

C. Coulllette MAR 14 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 967940 4326591
AUTHORIZATION : *Patricia Pijute*
COST LIMIT : \$ 78.75

ORDER DATE : March 14, 2003
ORDER TIME : 1:41 PM
ORDER NO. : 967940-005
CUSTOMER NO: 4326591
CUSTOMER: Sandy Bordwell, Legal Asst
Fowler White Boggs Banker P.a.
Suite 1700
501 East Kennedy Boulevard
Tampa, FL 33602

ARTICLES OF MERGER

VENTO OIL COMPANY

INTO

GAS KWICK, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY

CONTACT PERSON: Kimberly Moret

EXAMINER'S INITIALS: _____

ARTICLES OF MERGER
Merger Sheet

MERGING:

VENTO OIL COMPANY, a Florida corporation, 384693

INTO

GAS KWICK, INC., a Florida entity, 477812

File date: March 14, 2003

Corporate Specialist: Cheryl Coulliette

Account number: 072100000032

Amount charged: 78.75

ARTICLES OF MERGER

OF

GAS KWICK, INC.

AND

VENTO OIL COMPANY

2003 MAR 14 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

To the Secretary of State
of the State of Florida

The following Articles of Merger are executed for the purpose of merging **VENTO OIL COMPANY**, a Florida corporation (the "Merged Corporation") with and into **GAS KWICK, INC.**, a Florida corporation (the "Surviving Corporation"):

1. The Plan of Merger for merging the Merged Corporation into the Surviving Corporation was approved by Action By Written Consent of the Board of Directors of the Surviving Corporation on March 7, 2003.


2. Shareholder approval was not required to approve the merger.

3. The Plan of Merger is attached hereto as *Exhibit A*.


4. The effective date of the merger in the State of Florida herein provided shall be March 14, 2003.

Executed on March 7, 2003.

GAS KWICK, INC.

By: 
Joseph Capitano, President

VENTO OIL COMPANY

By: 
Joseph Capitano, President

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 7th day of March, 2003, by Joseph Capitano, President of GAS KWICK, INC., a Florida corporation, who is personally known to me or who has produced _____ as identification.

Cynthia K. Lawonn

Cynthia K. Lawonn
Print Name

Notary Public

My Commission Expires:



STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

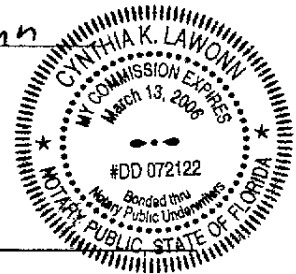
The foregoing instrument was acknowledged before me this 7th day of March, 2003, by Joseph Capitano, President of VENTO OIL COMPANY, a Florida corporation, who is personally known to me or who has produced _____ as identification.

Cynthia K. Lawonn

Cynthia K. Lawonn
Print Name

Notary Public

My Commission Expires:



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**EXHIBIT A
PLAN OF MERGER**

This Plan of Merger is approved by the Board of Directors of **GAS KWICK, INC.** ("Gas Kwick") on March 7, 2003:

1. Gas Kwick, which is a corporation organized under the laws of the State of Florida and is the owner of all of the outstanding shares of VENTO OIL COMPANY ("Vento"), a corporation organized under the laws of the State of Florida, hereby merges Vento into Gas Kwick pursuant to the provisions of Section 607.1104 of the Florida Business Corporation Act.

2. The separate existence of Vento shall cease upon the effective date of the merger and Gas Kwick shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the Florida Business Corporation Act;

3. The issued shares of Vento shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished;

4. The Board of Directors and the proper officers of Gas Kwick and of Vento, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for;

5. Gas Kwick shall assume the assets and liabilities of Vento;

6. The effective date of the merger herein provided for shall March 14, 2003.