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800-142-8086

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RTFERENCE : 010846 81579A

COST LIMIT : \$ 150.00

ORDER DATE: July 5, 1996

ORDER TIME : 10:13 AM

ORDER NO. : 010846

CUSTOMER NO: 81579A

CUSTOMER: L. A. Gornto, Jr., Esq

L. A. GORNTO, JR., ESQ

Suite 400

149-f South Ridgewood Avenue

Daytona, FL 32114

DOMESTIC FILING

NAME: PETROLEUM MARKETING GROUP,

LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

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CERTIFICATE OF LIMITED PARTNERSHIP

OP.

PETROLEUM MARKETING GROUP, LTD. a Florida Limited Partnership

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows:

- 1. Name of Limited Partnership. The name of the Limited Partnership is Petroleum Marketing Group, Ltd.
- 2. Office for Maintenance of Business Records. The address of the office at which the records of the limited partnership will be kept, as required by Section 620.106 of the Florida Statutes, is 3577 S.W. Corporate Parkway, Palm City, FL 34990.
- 3. Agent for Service of Process. The name and address of the Partnership's agent for service of process in Florida are L. A. Gornto, Jr., Esq., 149-F S. Ridgewood Avenue, Daytona Beach, FL 32114.
- 4. General Partner. The name and business address of the General Partners of the Limited Partnership are as follows:

Name Business Address

Reliance Petroleum Company, Inc. 3577 S.W. Corporate Parkway Palm City, FL 34990

- 5. Address of Partnership. The mailing address of the Limited Partnership is 3577 S.W. Corporate Parkway, Palm City, FL 34990.
- 6. Date of Dissolution. The latest date on which the Limited Partnership is to dissolve is December 31, 2030.
- 7. Purposes of Partnership. The purposes of the Partnership shall be as follows:
- (a) Acquire, own, buy, retain, maintain, sell, invest in, trade, manage, finance, refinance, exchange, or otherwise dispose of stocks, securities, partnership interest, CDs, mutual funds, commodities, investment or brokerage account, and any and all investments or interests whatsoever, that the General Partner may exclusively determine from time to time to be in the long-term interests of the Partnership;

- (b) Acquire, own, manage, develop, operate, maintain, rotain, buy, well, exchange, finance, refinance, and otherwise deal with real property, personal property and any type of property or interest whatsoever, as the General Partner may exclusively determine from time to time to be in the long-term interests of the Partnership; and
- (c) Engage in such other activities as are related or incidental to the foregoing purposes, or to engage in any and all other lawful businesses and other activities as provided or allowed under the Act, including, but not limited to, the business or operation of retail convenience stores and automotive service stations through which petroleum, food and other products are sold, as the General Partner may exclusively determine from time to time to be in the long-term interests of the Partnership.

Dated as of July 1, 1996 Daytona Beach, Florida

GENERAL PARTNER:

Reliance Petroleum Company, Inc.

Ronald D. Roland, Vice President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

IN

PETROLEUM MARKETING GROUP, LTD. a Florida Limited Partnership

The undersigned, who is the sole General Partner of Petroleum Marketing Group, Ltd., declare that the initial capital contributions of the Limited Partners in the Partnership are as follows:

1. The Limited Partners have made capital contributions in the following amounts:

Name of Limited Partner	Amount of Contribution
OCA Investments, Ltd.	none
GDA Investments, Ltd.	none
Reliance Petroleum Company, Inc.	none

2. It is anticipated at this time that the Limited Partners listed below will make capital contributions in the future in the following amounts:

Name of Limited Partner	Amount of Contribution
OCA Investments, Ltd.	\$2,500
GDA Investments, Ltd.	\$2,500
Reliance Petroleum Company, Inc.	\$4,900

Dated as of July 1, 1996 Daytona Beach, Florida

GENERAL PARTNER:

Reliance Petroleum Company, Inc.

By: Ronald D. Roland, Vice President

ACKNOWLEDGMENT

STATE OF FLORIDA COUNTY OF MARTIN

Sworn to and subscribed before me this _______ day of July, 1996, by Ronald D. Roland, Vice President of Reliance Petroleum Company, Inc., on behalf of the corporation, who is personally known to me or who produced ______ as identification.

Notary Public

My Commission Expires;

My Comm Exp. 2/09/98

My Comm Exp. 2/09/98

Bonded By Service Ins

No. CC347544

11 Frankly Nov. 11 Charles

CERTIFICATE DESIGNATING REGISTERED AGENT

FOR

THE SERVICE OF PROCESS WITHIN THIS STATE

Pursuant to Chapter 620, Florida Statutes, the following as submitted in compliance with said Act:

PETROLEUM MARKETING GROUP, LTD., desiring to organize as a limited partnership under the laws of the State of Florida with its registered office at 149-F S. Ridgewood Avenue, Daytona Beach, FL 32114, has named L. A. Gornto, Jr., Esq., located at the above registered office, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited partnership, at the address designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated as of July 1, 1996.

L. A. Gornto, Jr.

GOT HAYS STREET 800-342-8086 altai<u>l</u>asset, 11 42406-2607.

networks PRENIEG HALL LEGAL A FENANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE

r 053613 alacca

1 81679A

AUTHORIZATION

COST LIMIT : \$ 105.00

ORDER DATE: August 14, 1996

ORDER TIME : 1:14 PM

ORDER NO. : 053613

CUSTOMER NO:

81579A

The term is a line, and a great

CUSTOMER: L. A. Gornto Jr., Esq L. A. Gornto, Jr., Esq

Suite 400

149-f South Ridgewood Avenue

Daytona, FL 32114

DOMESTIC AMENDMENT FILING

NAME:

PETROLEUM MARKETING GROUP,

LTD.

EFFICTIVE DATE:

_ ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY

____ PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

AMENDMENT OF CERTIFICATE OF LIMITED PARTNERSHIP

OF

PETROLEUM MARKETING GROUP, LTD.

Pursuant to Section 620.109 of the Florida Statutes, Petrojeum-Marketing Group, Ltd. (the "Limited Partnership") does hereby amend the Certificate of Limited Partnership as follows:

NAME CHANGE OF LIMITED PARTNERSHIP

Pursuant to the exclusive authority granted to the General Partner of the Limited Partnership in the partnership agreement, the name of the Limited Partnership shall be changed from Petroleum Marketing Group, Ltd. to Reliance Petroleum Company, Ltd.; and Item I of the Certificate of Limited Partnership is amended to read as follows:

1. Name of Limited Partnership. The name of the Limited Partnership is Reliance Petroleum Company, Ltd.

EFFECTIVE DATE

The name change of the Limited Partnership to Reliance Petroleum Company, Ltd. shall be effective on the filing of this Amendment of Certificate of Limited Partnership with the Department of State.

IN WITNESS WHEREOF, the undersigned Limited Partnership has caused this Amendment to be signed on its behalf this 13^{16} day of August, 1996, by its General Partner.

GENERAL PARTNER:

Reliance Petroleum Company, Inc.

y: Muy O On Jun on George D. Anderson, Vice President

ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 13^{th} day of August, 1996, by George D Anderson, as Vice President of, and on behalf of Reliance Petroleum Company, Inc., the General Partner of Petroleum Marketing Group, Ltd. He is personally known to me and who did not take an a

Notary Public

Notary Public State of Florida at Large My commission expires:

Reliance Petroleum Company, Inc. 3577 S.W. Corporate Parkway Palm City, Florida 34990

August 12, 1996



Petroleum Marketing Group, Ltd. 3577 S.W. Corporate Parkway Palm City, Florida 34990

Dear Centlemen:

This letter will serve as your authorization to file an amended Certificate of Limited Partnership changing the name of Petroleum Marketing Group, Ltd. to Reliance Petroleum Company, Ltd., and to utilize such name for all purposes whatsoever in the conduct of the partnership's business.

Sincerely,

Lucy Danlewon
George D. Anderson

Vice President

CORPORATE DETAIL RECORD SCREEN

NUM: 10 00 1276 STEEL ACTIVEZE LD

LAST NAME OF ANY OMBOT

NAME OF THE ORIGINAL ORIGINAL OF THE ORIGINAL OR

PRINCIPAL: 3577 S.W. CORPORATE PARKWAY

ADDRESS PALM CITY, FL 34990 RA NAME : GORNTO, L A JR., ESQ

RA ADDR : 149-F SOUTH RIDGEWOOD AVENUE

DAYTONA BEACH, FL 32114 US

ANN REP : * NONE FILED *

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1. MENU, 3. PARTNERS, 4. EVENTS, 6. NAMES

ENTIR SELECTION AND CR:

SECRETARY OF STATE OF CORPORATION OF

Name Availability 3

Document Examiner

Updater

Updater Verifyer

Acknowledg

W. P. Verilyer

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SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS IN RELIANCE PETROLEUM COMPANY, LTD., a Florida Limited Partnership

The undersigned, the sole General Partner of Reliance Petroleum Company, Ltd., declares that the sum of the capital contributions by the Limited Partners to the Partnership is:

GDA Investments, Ltd. OCA Investments, Ltd. Tarareh M. Darabi Trust David Cornelius Carol Anderson Robert Anderson Steve Farley Tiflany N. Darabi Scott Fretz & Carol Fretz Linda Spitser Melinda Monaco Reliance Petroleum Company, Inc.	\$1,450,000.00 617,000.00 584,910.00 200,000.00 30,000.00 30,000.00 18,090.00 15,000.00 15,000.00 4,900.00	971122 19 FH 1: 17	SECRETARY OF STATE

Total Partners' Capital

\$3,004,900.00

This ________ day of March, 1997.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true to the best of my knowledge and belief.

Reliance Petroleum Company, Inc., a Delaware corporation

Its Vice President

STATE OF FLORIDA COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 1997, by Ronald D. Roland, as Vice President of RELIANCE PETROLEUM COMPANY, INC., a Delaware corporation, on behalf of the corporation. He is personally known to me.

Printed mander of Sock jor very St. Notary Public, State of Florida

Commission No.:

My Commission Expire Public

MAY SUE LUONGOUIST

My Comm Exp. 2/00/98
Bonded By Service las No. CC347544

10/01/97 NUM: ASGOS LAST: COL ACT CON' 3,0 M, 900

NAME

: RELIANCE PETROLEUM COMPANY, LTD.

NH: 1

PRINCIPAL: 3577 S.W. CORPORATE PARKWAY PALM CITY, FL 34990

ADDRESS RA NAME

: GORNTO, L. A JR., ESQ

RA (ADDR

: 149-F SOUTH RIDGEWOOD AVENUE

DAYTONA BEACH, FL 32114 US

ANN REP

(1997) I 03/19/97

1. MENU, 3. PARTNERS, 4. EVENTS, 6. NAMES

ENTER SELECTION AND CR:

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Name Availability

Document Examinat

Updater

Updater Verilyeh Acknowled

W. P. Verkver

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

RELIANCE PETROLEUM COMPANY, LTD., A Florida Limited Partnership

The undersigned, the sole General Partner of Reliance Petroleum Company, LTD., declares that the sum of the capital contributions by the Limited Partners to the Partnership is:

Name of Limited Partner	Amount of Contribution	
GDA Investments, Ltd.	\$580,000.00	97
OCA Investments, Ltd.	\$617,000.00	SES NEWS
Taraneh M. Darabi Trust	\$584,910.00	⇔ 뭐처
David Cornelius	\$200,000.00	- C C C C C C C C C C C C C C C C C C C
Tiffany N. Darabi	\$18,090.00	
Reliance Petroleum Co., Inc.	\$2,940,000.00): 53
Filsoff Limited Partnership	\$1,000,000.00	ω ₁₅
Total Partners' Capital	\$5,940,000.00	

It is anticipated at this time that the Limited Partners will make capital contributions in the future in the amount of \$4,060,000.00.

This 4th day of September, 1997.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true to the best of my knowledge and belief.

Reliance Petroleum Company, Inc.

A Delaware Corporation

Ronald D. Roland Vice President

STATE OF FLORIDA)
COUNTY OF MARTIN)

The foregoing instrument was acknowledged before me this 4th day of September. 1997 by Ronald D. Roland, as Vice President of RELIANCE PETROLEUM COMPANY, INC., a Delaware corporation, gn behalfof the corporation. He is personally known to me.

AW SUE WONGQUIST

Bonded By Service Ins.

No. CC347544

My Comm Exp. 2/09/98

Amy Sub Ljongovist

Notary Public, State of Florida

Commission No.:

My Commission Expires:

FILE ON QC DEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMUUD PARIMERSOIP ANNUAL REPORT

SIGNATURES



Sandra B, Mortham

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SECRETARY OF STATE DIVISION OF CORPORATIONS

1998		नुष्काल गतः स्ट्राट (स्ट्राह्मायाम्)		DIVISION OF CORPORATIONS		
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9, Name and Address of Current	Registered Agent			10. di baspa ces llegites	ed Appents the p	
-Gornto, L.AUr.,ESO -149-F-SOUTH RIDGEWOOD AVENUE -DAYTONA BEACH FL-92114				C. McIntyre, Esq.		
		1	Palm Ci		FL 3/1990	
10a. Pursuant to the privace mode of section 1 cm 600. 1651, and for the purpure of changing as registered office or a significant form the following september of gatines are not any form the control of the control o	od vocal weblija 1921. I od vocal weblija 1921. I	ids on the Citaturist Fairs Keida Stabiles	linsted partnerstep (s) bill the bictsange wies a	ieszent ierne polinint wister the baw of t allier zeid by Tis general peut verg). Pho DAU	ter State of Feordal Loubin to this stationer of other accept the appointment of responding 14407	
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11. Feative(s) of General Partieures	11a, _(D-) 2	Present bacti General I (1916-1976) CPG o Fark	figrations; 11b.	City Islate & Zip Coses	11c. Beginstand Document Symber	
RELIANCE PETROLEUM COMPANY,	1	: CORPORATE P		LM CITY FL 34990	F93000005298	
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nearl Partner:Reliance Petroleum C	o. Inc	<i>,</i>		a.,	09/04/97	

Ronald D. Roland, Vice President

(561) 288-0454