

A 96000001448

Requester's Name _____
 Address _____
 City/State/Zip 32301 Phone # _____

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
 SECRETARY OF STATE
 96 AUG -2 PM 3:24
 INDIANAPOLIS

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

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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 -08/08/96--01068--011
 ****148.75 ****148.75

R 96000003635

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

G. TAX COS 8.75
 FILING 52.50
 R. AGENT FEE 35.00
 C. COPY 52.50
 TOTAL 148.75
 N. BANK _____
 BALANCE DUE _____
 FUND _____

8/2/96

Examiner's Initials

BM

CERTIFICATE OF LIMITED PARTNERSHIP

of

G.W. PARTNERS, LTD.

This Limited Partnership Agreement made this 29 day of July, 1976 between
G.W. PROPERTIES MANAGEMENT, INC., General Partner, and **SAMUEL E. GORNTO**
and **KENNETH L. WOOD**, Limited Partners:

WITNESSETH:

ARTICLE I
FORMATION OF PARTNERSHIP

The parties agree to enter into this partnership to be formed under § 620, Florida Statutes, which shall govern the rights and liabilities of the parties except as expressed below.

ARTICLE II
NAME, PRINCIPAL OFFICE, AND
MAILING ADDRESS

The business of the partnership shall be conducted under the name of **G.W. Partners, Ltd.** The business address of the Limited Partnership is 21 West Fee Avenue, Suite F, Melbourne, Florida 32901.

The Registered Agent for service of process shall be Samuel E. Gornto, 21 West Fee Avenue, Suite F, Melbourne, Florida 32901.

The mailing address of the Limited Partnership is: P.O. Box 440, Melbourne, Florida 32902-0440.

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ARTICLES III
NATURE OF BUSINESS

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PM 3:24
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1. To purchase, lease, or otherwise acquire, sell, sublease or otherwise dispose of properties of every kind and nature, to operate a business in or expand any properties acquired, to manage businesses located on properties not owned by the Partnership, and generally to engage in the business of dealing in investment properties.

2. To conduct business, hold, mortgage, sell, convey, lease or otherwise dispose of real or personal property including franchises, patents, copyrights, trademarks, and licenses of the State of Florida, and in all other states and countries.

3. To contract debts and borrow money, issue, sell, or place bonds, debentures, notes and other evidences of debt, and execute mortgages, transfers of Partnership property, or other instruments to secure the payment of Partnership indebtedness.

4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of capital stock, bonds, securities, or other evidences of indebtedness created by any person, firm or corporation, and while the owner of such stock, exercise all of the rights, powers, and privileges of ownership, including the right to vote the stock.

5. To purchase the assets of any other person, firm, or corporation and engage in the same or other character of business.

6. To enter into, make, and perform contracts for any lawful purpose pertaining to the business of the Partnership without limit as to amount, with any person, firm, syndicate, association, corporation, or governmental entity, domestic or foreign.

7. To exercise all the powers of like partnerships confirmed by the laws of the State of Florida. The purposes listed above shall not limit or restrict this Partnership.

**ARTICLE IV -
NAME AND ADDRESS OF GENERAL PARTNER**

The name and address of the General Partner is:

G.W. Properties Management, Inc.
21 West Fee Avenue, Suite F
Melbourne, Florida 32901

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**ARTICLE V
DISSOLUTION**

The latest date upon which the the limited partnership is to dissolve is:

- (A) By written consent of the General Partner and all Limited Partners;
- (B) The death, bankruptcy, or adjudication of insanity or incompetence of the General Partner; provided, however, that the Limited Partners may select a successor to the General Partner within ninety (90) days;
- (C) By any event which makes it unlawful for the Partnership business to be continued;

(D) By failure to elect a successor to the General Partner within ninety (90) days after notice has been given to the Limited Partners of the intent of the General Partner to withdraw;

(E) Upon disposition of all interests and assets; or

(F) For failure of the General Partner to meet any material commitment to the Partnership in accordance with any written undertaking.

IN WITNESS WHEREOF, we, and each of us, have signed this Certificate this

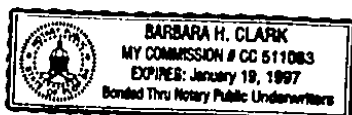
29 day of July, 1996.

Samuel E. Gornito
SAMUEL E. GORNTO, PRESIDENT OF
G.W. PROPERTIES MANAGEMENT,
INC., General Partner

BEFORE ME, the undersigned authority, personally appeared SAMUEL E. GORNTO, known to me to be the President and Director of G.W. PROPERTIES MANAGEMENT, INC., General Partner, and who executed the foregoing Certificate of Limited Partnership and he acknowledged before me that he executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and seal this 29th day of July, 1996.

Barbara H. Clark
NOTARY PUBLIC, State of Florida at Large
My commission expires: 1-19-97
BARBARA H. CLARK



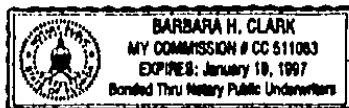
Samuel E. Gornto
Samuel E. Gornto, Limited Partner

Kenneth L. Wood
Kenneth L. Wood, Limited Partner

BEFORE ME, the undersigned authority, personally appeared SAMUEL E. GORNTO and KENNETH L. WOOD, known to me to be the persons named as Limited Partners and who executed the foregoing Certificate of Limited Partnership and they acknowledged before me that they executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and seal this 29th day of July, 1996.

Barbara H. Clark
NOTARY PUBLIC, State of Florida at Large
My commission expires: 1-18-97
BARBARA H. CLARK



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STATE OF FLORIDA
COUNTY OF

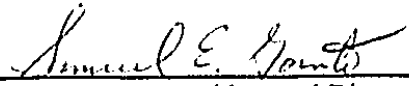
BEFORE ME, the undersigned authority, personally appeared SAMUEL E. GORNT, President and Director of G.W. PROPERTIES MANAGEMENT, INC., General Partner, who after being duly sworn deposes and says:

1. That G.W. Properties Management, Inc. is the General Partner of G.W. Partners, Ltd, a Florida limited partnership.

2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.00.

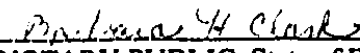
FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.



Samuel E. Gornito, President and Director of
G.W. PROPERTIES MANAGEMENT, INC.,
General Partner

SWORN TO AND SUBSCRIBED BEFORE ME by Samuel E. Gornito, known to me to be the President and Director of G.W. Properties Management, Inc., General Partner of G.W. Partners, Ltd., this 29th day of July, 1996.



NOTARY PUBLIC, State of Florida At Large
My commission expires: 1-19-97
BARBARA H. CLARK



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 620.105, Florida Statutes, the following is submitted:

1. The name of the limited partnership is G.W. Partners, Ltd.
2. The name and address of the registered agent and office is:

Samuel E. Gornito
Harbour Petroleum Corporation
21 West Fee Avenue, Suite F
Melbourne, FL 32901

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DIVISION OF CORPORATIONS
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Having been named as registered agent and to accept service of process for the above named Limited Partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Samuel E. Gornito
Samuel E. Gornito

7-29-96
Date

A96000001448

HUEY, GUILDAY & TUCKER, P.A.

ATTORNEYS AT LAW
108 EAST COLLEGE AVENUE
SUITE 900, HIGHPOINT CENTER
TALLAHASSEE, FLORIDA 32301

POST OFFICE BOX 1784
TALLAHASSEE, FLORIDA 32302
TEL: (904) 224-7081
FAX: (904) 222-8883

PLEASE REPLY TO:
TALLAHASSEE

ROBERT D. FINGAR
THOMAS J. GUILDAY
DAVID P. HOPSTETTER
J. MICHAEL HUEY
GEOFFREY B. SCHWARTZ
M. KAY SIMPSON
J. KENDRICK TUCKER
REA D. WARE
WILLIAM E. WILLIAMS
T. MICHAEL WOODS
OF COUNSEL

J. ANDREW BERTRON, JR.
VIRKI R. SHIRLEY
MICHAEL D. WEST
CHRISTOPHER H. HANSEN
GOVERNMENTAL CONSULTANT

ORLANDO OFFICE
1407 EAST ROBINSON STREET
ORLANDO, FLORIDA 32801
TEL: (407) 894-8598
FAX: (407) 893-6473

*ADMITTED IN FLORIDA & DC
*BOARD CERTIFIED REAL ESTATE LAWYER
*CERTIFIED CIRCUIT CIVIL MEDIATOR

February 5, 1997
VIA HAND-DELIVERY

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: GasMart, Inc.

Dear Sir or Madam:

Enclosed is our check for \$87.50 and an original and one copy of the following documents:

1. Articles of Amendment to Articles of Incorporation of G.W. Properties Management, Inc.; and
2. Certificate of Amendment to Certificate of Limited Partnership of G.W. Partners, Ltd.

Please provide us with a file-stamped copy of each document for our files.

Thank you for your attention to this matter.

Sincerely,

HUEY, GUILDAY & TUCKER, P.A.

Barbara Berry, CLA, CFLA
Assistant to
Geoffrey B. Schwartz

Enclosures as noted

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -5 PM 4:30
J. TAX
FILING
R. AGENT FEE
C. COPY
TOTAL
N. BANK
BALANCE DUE
DEFUND

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
of
G.W. PARTNERS, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on August 2, 1996, adopts the following amendment to its Certificate of Limited Partnership:

1. ARTICLE IV - NAME AND ADDRESS OF GENERAL PARTNER

is amended as follows:


The name and address of the General Partner is:

GasMart, Inc.
21 West Fee Avenue, Suite F
Melbourne, Florida 32901

996000064842

2. This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

IN WITNESS WHEREOF, I, Samuel E. Gornto as President of the General Partner, have signed this Certificate this 4 day of February, 1997.



SAMUEL E. GORNTO, PRESIDENT OF
GASMART, INC., General Partner

BEFORE ME, the undersigned authority, personally appeared SAMUEL E. GORNT0, known to me to be the President and Director of GASMART, INC., General Partner, and who executed the foregoing Certificate of Amendment to the Certificate of Limited Partnership and he acknowledged before me that he executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and seal this 4th day of February, 1997.

Barbara H. Clark,
NOTARY PUBLIC, State of Florida at
Large
My commission expires: 1-19-2001
BARBARA H. CLARK

NOTARY PUBLIC - STATE OF FLORIDA
BARBARA H. CLARK
COMMISSION # 0000882
EXPIRES 1-19-2001
BONDED TO THE STATE OF FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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105.00

HUEY, GUILDAY & TUCKER, P.A.

ATTORNEYS AT LAW

106 EAST COLLEGE AVENUE
SUITE 900, HIGHPOINT CENTER

POST OFFICE BOX 1794
TALLAHASSEE, FLORIDA 32302

TEL: (904) 224-7091

FAX: (904) 222-2593

E-MAIL: huey@hueylaw.com

PLEASE REPLY TO:
TALLAHASSEE

ROBERT D. FINDAN
THOMAS J. GUILDAY
DAVID P. HOPSTETTER
J. MICHAEL HUEY
GEOFFREY B. SCHWARTZ
M. KAY SIMPSON
J. KENDRICK TUCKER
MICHAEL D. WEST
WILLIAM E. WILLIAMS II
T. MICHAEL WOODS
COUNSEL

J. ANDREW BENTON, JR.
GEORGE W. HATCH, III
PATRICK F. MARTIN
VICKI R. SHIRLEY
CHRISTOPHER K. HANSEN
GOVERNMENTAL CONSULTANT

ORLANDO OFFICE
1407 EAST ROBINSON STREET
ORLANDO, FLORIDA 32801
TEL: (407) 894-8989
FAX: (407) 893-8473

ADMITTED IN FLORIDA & DC
BOARD CERTIFIED REAL ESTATE LAWYER
CERTIFIED CIRCUIT CIVIL MEDIATOR

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*****70.00 *****70.00

April 21, 1997
VIA HAND-DELIVERY

700002151017--0
-04/22/97--01078--008
*****315.00 *****35.00

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: G.W. Partners, Ltd. 1, 2, and 3

Dear Sir or Madam:

Enclosed is our check in the amount of \$315.00 to cover the cost of filing and one certified copy each of the following documents, which are also enclosed:

Amendment to the Certificate of Limited Partnership of G.W. Partners, Ltd.;

Designation of Registered Agent/Registered Agent Upon Whom Process May be Served of Limited Partnership of G.W. Partners, Ltd.

Designation of Registered Agent/Registered Agent Upon Whom Process May be Served of Limited Partnership of G.W. Partners, Ltd.

BUCK

J. TAX
FILING 52.50
R. AGENT FEE
C. COPY 52.50
TOTAL 105.00
V. TAX
BALANCE DUE
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

G.W. Partners, Ltd. 3.

Thank you for your assistance in this matter.

Sincerely,

HUEY, GUILDAY & TUCKER, P.A.

Barbara Berry

Barbara Berry, CLA, CFLA
Assistant to
Geoffrey B. Schwartz

Enclosures as noted

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
of
G.W. PARTNERS, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on August 2, 1996, adopts the following amendment to its Certificate of Limited Partnership:

1. ARTICLE II - NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS.

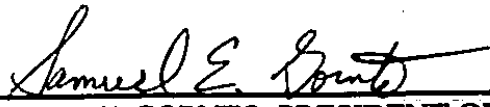
is amended as follows:

"The business of the partnership shall be conducted under the name of G.W. Partners, Ltd. 1."

The remaining provisions of Article II remain the same.

2. This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

IN WITNESS WHEREOF, I, Samuel E. Gornto as President of the General Partner, have signed this Certificate this 31 day of March, 1997.



SAMUEL E. GORNTO, PRESIDENT OF
GASMART, INC., General Partner

BEFORE ME, the undersigned authority, personally appeared SAMUEL E. GORNTON, known to me to be the President and Director of GASMART, INC., General Partner, and who executed the foregoing Certificate of Amendment to the Certificate of Limited Partnership and he acknowledged before me that he executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and seal this 31st day of March, 1997.

Barbara H. Clark
NOTARY PUBLIC, State of Florida at
Large BARBARA H. CLARK
My commission expires: 1-19-2001

NOTARY PUBLIC - STATE OF FLORIDA
BARBARA H. CLARK
COMMISSION # 00000000
EXPIRES 1-19-2001
BORNED THIS 2ND APR 1955

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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