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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
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LIMITED LIABILITY COMPANY

G & S GROUP, LLC

Certificate of Status	0
Certified Copy	1
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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION
FOR

G & S GROUP, LLC.

The undersigned, for purpose of forming a limited liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company is G & S GROUP, LLC (the "Company").

ARTICLE II
PURPOSE

The purpose of the Company shall be to conduct any business allowed under Florida Law including all powers and activities in which a Limited Liability Company is permitted to engage in, including, but not limited to, the purchase, administration and transacting as a gas station, convenience store, and car wash operator and related activities.

ARTICLE III
PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is: 4343 130 South Avenue, Wellington, FL 33414.

ARTICLE IV
MANAGEMENT

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

FILED
JUN 17 5 11:07
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF PALM BEACH, FLORIDA

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ARTICLE V
members

The initial board of directors shall consist of four (4) members. This number may be increased or decreased from time to time in accordance with the Company's bylaws but shall never be less than one. The name and address of the persons who will serve on the initial board of director are:

Name	Address
Franklin Hoet Linares	4343 130 South Avenue, Wellington, FL 33414
Franklin Daniel Hoet Machado	4343 130 South Avenue, Wellington, FL 33414
Claudia Machado De Hoet	4343 130 South Avenue, Wellington, FL 33414
Luc Limbourg	4343 130 South Avenue, Wellington, FL 33414

ARTICLE VI
REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE

The name and the street address of the Company's registered agent in Florida are:

Leonardo F. Brito
Name
1001 Brickell Bay Drive, Suite 2112
Street Address
Miami, FL 33131
City, State, Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 provide for in Florida Statutes Chapter 688.

Registered Agent's Signature

IN WITNESS WHEREOF, the undersigned authorized representative, in accordance with Florida Statutes Section 608.408(3), affirms under the penalties of perjury that the facts stated herein are true and, further, makes and subscribes these Articles of Organization in Miami, Florida, this 17th day of June 2003.

Leonardo F. Brito

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