

L100000119457

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EXAMINER



100212591621

09/30/11--01004--005 \*\*25.00

FILED  
11 SEP 30 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF**

Alexander Oil of Florida LLC

(Name of the Limited Liability Company as it now appears on our records.)  
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 11/16/2011 and assigned  
Florida document number L10000119457

This amendment is submitted to amend the following:

**A. If amending name, enter the new name of the limited liability company here:**

n/a

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

**Enter new principal offices address, if applicable:**

n/a

**(Principal office address MUST BE A STREET ADDRESS)**

**Enter new mailing address, if applicable:**

**(Mailing address MAY BE A POST OFFICE BOX)**

**FILED**  
11 SEP 30 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:**

**Name of New Registered Agent:**

n/a

**New Registered Office Address:**

Enter Florida street address

, Florida

City

Zip Code

**New Registered Agent's Signature, if changing Registered Agent:**

*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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

*N/A*  
If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, enter the title, name, and address of each Manager or Managing Member being added or removed from our records:

MGR = Manager

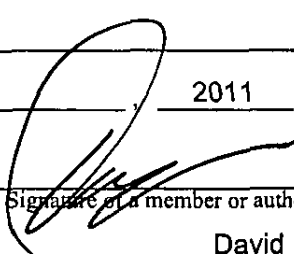
MGRM = Managing Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
Mr	Sandu Ghita	14 Negustori Street Apt. 1, Sector 2 Bucharest, Romania	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
Mr.	Ion Basgan	4 Parintele Staniloaie Str. Sector 2, Bucharest, Romania	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated 9/27 2011

  
Signature of a member or authorized representative of a member

David Rueckert

Typed or printed name of signee

## COVER LETTER

**TO: Registration Section  
Division of Corporations**

**SUBJECT: Alexander Oil of Florida LLC**  
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

David Rueckert

Name of Person

Alexander Oil of Florida LLC

Firm/Company

18860 Loxahatchee River Road

Address

Jupiter FL 33458

City/State and Zip Code

dave@alexanderoilfl.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David Rueckert

Name of Person

at ( 561 )

747-0511

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &  
Certificate of Status

☐ \$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐ \$60.00 Filing Fee,  
Certificate of Status &  
Certified Copy  
(additional copy is enclosed)

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

# **RESTATED AND AMENDED OPERATING AGREEMENT OF ALEXANDER OIL OF FLORIDA, LLC**

## **PARTIES**

This Restated Agreement, dated as of August 17, 2011, is between the following parties:

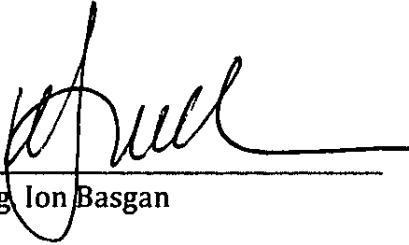
1. DAVID RUECKERT, a resident of the State of Florida, ("Rueckert"); and
2. ANGELA BASGAN, a resident of the State of Florida, ("Angela"); and
3. ION BASGAN, a resident of Romania;; and
4. JOE LIVESAY, a resident of the State of Florida, ("Livesay"); (Rueckert, Angela, Ion and Livesay are hereafter referred to as the "Members" or collectively as the "Member"), and
5. ALEXANDER OIL OF FLORIDA, LLC (the "LLC"), a limited liability company formed and existing under the laws of the State of Florida, with its principal place of business at 18860 Loxahatchee River Road, Jupiter, Florida 33458.

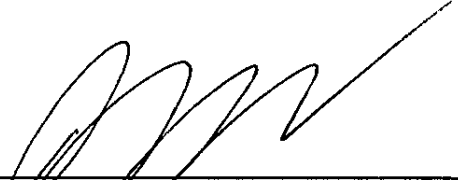
## **BACKGROUND**

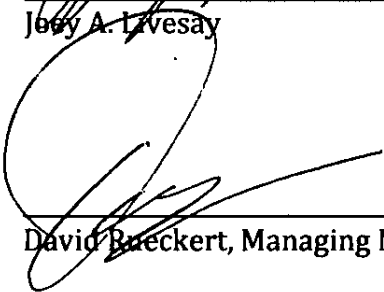
1. On November 16, 2010, some of the Members caused to be delivered to the Secretary of State of Florida the Articles of Organization (the "Articles") of the LLC. A copy of the Articles is attached as Exhibit A.
2. On that date, the Secretary accepted the Articles for filing and the LLC was formed as a limited liability company under the Limited Liability Company Act (the "LLC Act") of the State of Florida.
3. Rueckert, Angela and Ion were members of the LLC, together with Sandu Ghita ("Ghita") until the Effective Date of this Restated Agreement. Ghita has now assigned his membership interests in the LLC back to the LLC and is no longer a member of the LLC. Effective with the signing of this Restated Agreement, Livesay shall be admitted as a member of the LLC and together with Rueckert, Angela and Ion they shall be the LLC Members.
4. This Restate Agreement confirms the agreement among the parties as to the internal affairs of the LLC and the conduct of its business.

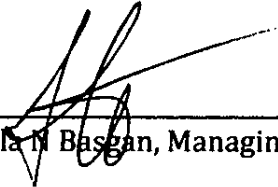
NOW, THEREFORE, The Members and the Company hereby agree as follows:

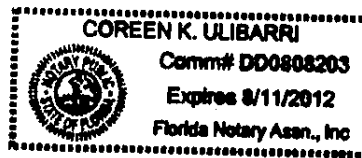
1. Alexander Oil of Florida, LLC has been organized as a Florida limited liability company.
2. The name of the Company is Alexander Oil of Florida, LLC and all business of the Company shall be conducted under that name.
3. The initial place of business of the Company shall be at 18860 Loxahatchee River Road, Jupiter, FL. 33458.  
The Company may locate its places of business and registered office at any other place or places as the Managers and Members may deem advisable.
4. The Company's initial registered office shall be at the office of its registered agent in Florida, and the name of its initial registered agent is DAVID RUECKERT, 18860 Loxahatchee River Road, Jupiter, FL. 33458. The registered office and registered agent may be changed by filing the address of the new office and/or the name of the new registered agent with Florida Secretary of State.
5. The business of the Company shall be to engage in selling, buying and brokering of derivatives of petroleum products.
6. The names and addresses of the Members are listed on Exhibit A attached hereto and incorporated herein, as amended from time to time.
7. The Membership Interests as presented in Exhibit B are free transmissible between the Members. In order for any of the Members to sell, pledge, encumber, assign, hypothecate, transfer, exchange or otherwise transfer the membership units to a non member, the action will require the prior written approval of all the Members. Also required is the prior written approval of the intended recipient, from all of the Members. If a Member desires to sell or otherwise transfer all or any portion of its Membership Interest in the Company to a non member, he shall first make a written offer to the other Members. The Selling Member shall give written notification to the remaining Members, by certified mail, of its intention to transfer such interest.
8. The business and affairs of the Company shall be managed by its Managers. The initial Managers are set forth in Exhibit B hereto. The Managers shall direct, manage, and control the business of the Company.
9. Any action or decision at the General Meeting of the members requires a majority vote of 51% of membership units.
10. The profit is divided by the members proportionally with the units they have in the company.

  
Dr. Ing Ion Basgan

  
Joey A. Livesay

  
David Breckert, Managing Member

  
Angela M. Basgan, Managing Member








## OPERATING AGREEMENT

### EXHIBIT A - MEMBERS

<u>Members</u>	<u>Address</u>	<u>Percentage Interest</u>
Ion I Basgan	4 Parintele Staniloaie Str. Sector 2, Bucharest, Romania	35%
Joe Livesay	18860 Loxahatchee River Road, Jupiter, FL. 33458	21.66%
David Rueckert	18860 Loxahatchee River Road, Jupiter, FL. 33458	21.66%
Angela N Basgan	1110 Vintner Blvd. Palm Beach Gardens, FL. 33410	21.66%

  
I. B. (Initials)

  
J.L (Initials)

  
D. R. (Initials)

  
A. B. (Initials)

ALEXANDER OIL OF FLORIDA