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July 24, 2000

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*****78.75 *****78.75

Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee, Florida 32301

RE: GASOLINE RETAILERS ASSOCIATION OF FLORIDA, INC.

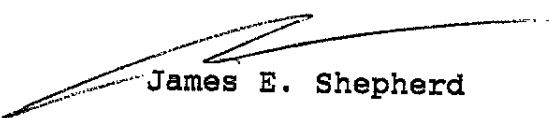
Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced business. Also enclosed is my trust account check in the amount of \$78.75 representing:

Filing Fees (first 8 pages):	\$ 35.00
Registered Agent Designation:	\$ 35.00
Certified copy of Articles:	\$ 8.75

Please return the Certified copy of the Articles of Incorporation to this office at your earliest convenience.

Sincerely yours,


James E. Shepherd

JES/jak

Enclosures

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ARTICLES OF INCORPORATION

OF

GASOLINE RETAILERS ASSOCIATION OF FLORIDA, INC.

(a not-for-profit corporation)

The undersigned hereby forms a corporation under the following
Charter of Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be GASOLINE RETAILERS
ASSOCIATION OF FLORIDA, INC., a not-for-profit corporation.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The address of this corporation is 214 Stevenage Drive,
Longwood, Florida 32779, and the mailing address is 214 Stevenage
Drive, Longwood, Florida 32779.

ARTICLE III
PURPOSE

This association is formed for the following purposes:

- a) To foster and promote the interests and welfare of all
retail gasoline dealers and automotive repair shops and
other members of GASOLINE RETAILERS ASSOCIATION OF
FLORIDA, INC., in the United States of America and its
territories and associated commonwealths and to cooperate
with trade associations of retail gasoline dealers and
automotive repair shops in other countries;
- b) To support and create fair competition in all business
dealings, and to promote and encourage, at all times,
good fellowship between member associations;
- c) To actively support, by every possible and legitimate

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means, the enactment of wise, state, and uniform federal legislation, especially insofar as the same may affect the purposes of this organization;

- d) To give assistance where practicable and appropriate, in regard to state or local legislation when requested to do so by a recognized member association in the district involved; and to oppose, where practicable, any unwise legislation that may have a tendency to unjustly affect the retail gasoline dealers and/or automobile repair shops;
- e) To use every known legitimate effort and means to eliminate unfair and destructive trade practices; and
- f) To foster cooperation and unity of retail gasoline dealer and automotive repair shop associations in and through the GASOLINE RETAILERS ASSOCIATION OF FLORIDA, Inc. that we may have a representative body, powerful enough to serve and protect retail gasoline dealers and automotive repair shops in all of their purposes which may be lawful and beneficial to the industry and to the public at large.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The method of election of the directors shall be as set forth in the By-Laws.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial Registered Office of this corporation is PASQUALE MORICCA; and the initial Registered Agent

Longwood, Florida 32779.

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator are: PASQUALE MORICCA, 214 Stevenage Drive, Longwood, Florida 32779.


IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of GASOLINE RETAILERS ASSOCIATION OF FLORIDA, INC., a not-for-profit corporation, for the uses and purposes aforesaid this 24th day of July 2000.


PASQUALE MORICCA

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared PASQUALE MORICCA, to me well known, or produced a valid Florida driver's license as identification, and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he/she executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 24th day of July 2000.


Notary Public
My Commission Expires:



Judy K. Mosello
MY COMMISSION # CC568134 EXPIRES
August 23, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 617.1507, Florida Statutes, the following is submitted in compliance with said Act.

That GASOLINE RETAILERS ASSOCIATION OF FLORIDA, INC., a not-for-profit corporation, desiring to organize under the laws of the state of Florida, has named PASQUALE MORICCA of 214 Stevenage Drive, Longwood, Florida 32779, as its agent to accept service of process within this State.

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I am familiar with, and accept the obligations of that position to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Pasquale Moricca
PASQUALE MORICCA

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