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January <sup>28</sup>21, 2000

IN REPLY REFER TO

Division of Corporations  
Secretary of State  
The Capitol  
409 E. Gaines Street  
Tallahassee, FL 32399

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-02/02/00--01070--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Ellisco Corp.

Gentlemen:

Enclosed is the signed original and one copy of the Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$70.00 for the filing and designation of the registered agent.

Please process this at your earliest opportunity and return a date stamped uncertified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,

JAMES N. CASESA

JNC\kb

Enclosures

FILED  
00 FEB -2 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W-3273

F. CHESER

FEB 7 1999

ARTICLES OF INCORPORATION

FOR

ELLISCO CORP.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is Ellisco Corp.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To own and operate gasoline sales franchise.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to more fully accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one thousand (1000). Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

ARTICLE FIVE

The street address of the initial registered office of the Corporation and the name of it's initial registered agent at such address is:

David Ellis  
3033 - 24th Avenue North  
St. Petersburg, FL 33713

The street address of the initial principal office of the Corporation is:

3033 - 24th Avenue North  
St. Petersburg, FL 33713

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TALLAHASSEE, FLORIDA

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve upon the initial board of directors are:

David Ellis  
3033 - 24th Avenue North  
St. Petersburg, FL 33713

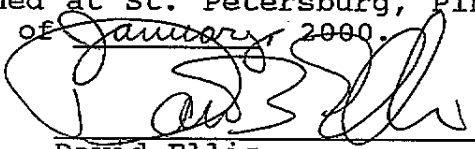
ARTICLE SEVEN

The name and address of the incorporator is:

David Ellis  
3033 - 24th Avenue North  
St. Petersburg, FL 33713

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TALLAHASSEE, FLORIDA

EXECUTED by the undersigned at St. Petersburg, Pinellas County, Florida on the 28 day of January, 2000.

  
David Ellis

I hereby accept as registered agent-Incorporator and registered agent.


ACKNOWLEDGMENT

STATE OF FLORIDA)

COUNTY OF )

BEFORE ME, personally appeared David Ellis, who is personally known to me or presented personally known as identification, and is to me well known to be the person described in and who executed the forgoing articles of incorporation and acknowledged to and before me that the said articles were executed for the purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL, this 28 day of January, 2000, at St. Petersburg, Pinellas County, Florida.

  
Notary Public

~~My commission expires.~~

JAMES CASESA  
Notary Public - State of Florida  
My Commission Expires Sep 23, 2001  
Commission # CC668840