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Florida Department of State
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Account Name : FAS-T CORP. AGENTS, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

ALVAREZ OF PALM BEACH, CORPORATION

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 11, 2000

FAS-T

SUBJECT: ALVAREZ OF PALM BEACH, CORPORATION
REF: W00000022143

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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FAX Aud. #: H00000047446
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ARTICLES OF INCORPORATION

of

ALVAREZ OF PALM BEACH, CORPORATION.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I- CORPORATE NAME

The name of the corporation is:

ALVAREZ OF PALM BEACH, CORPORATION.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of a gas station and convenience store.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares(500) of ONE DOLLAR(S) (1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>RICARDO ALVAREZ</u>
ADDRESS	<u>1802 NO. DIXIE HWY</u>
CITY	<u>Lake Worth Fl, 33460.</u>

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The principal office, if known, or the mailing address of the corporation is:

NAME ALVAREZ OF PALM BEACH, CORPORATION.
ADDRESS 1802 NO. DIXIE HWY
CITY LAKE WORTH FLORIDA ZIP 33460

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE(1) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follow:

NAME RICARDO ALVAREZ
ADDRESS 1920 BARBADOS ROAD
CITY LAKE CLARKE SHORES FLORIDA ZIP 33406

NAME _____
ADDRESS _____
CITY _____ FLORIDA ZIP _____

NAME _____
ADDRESS _____
CITY _____ FLORIDA ZIP _____

NAME _____
ADDRESS _____
CITY _____ FLORIDA ZIP _____

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporates signing these Articles of Incorporation are as follows:

NAME RICARDO ALVAREZ
ADDRESS 1920 BARBADOS ROAD
CITY LAKE CLARKE SHORES FLORIDA ZIP 33406

NAME _____
ADDRESS _____
CITY _____ FLORIDA ZIP _____

NAME _____

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ADDRESS

CITY

FLORIDA ZIP

NAME

ADDRESS

CITY

FLORIDA ZIP

IN WITNESS WHEREOF, the undersigned and subscriber(s)
have executed these Articles of Incorporation this 22ND
DAY OF AUGUST of 2000.

Picardo Alvarez

(Seal)

(Seal)

(Seal)

(Seal)

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CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

ALVAREZ OF PALM BEACH, CORPORATION.
(Name Corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

At: ALVAREZ OF PALM BEACH, CORPORATION.
1802 NO. DIXIE HWY.
LAKE WORTH, FLORIDA 33460

has named RICARDO ALVAREZ

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

RICARDO ALVAREZ
(REGISTERED AGENT)