

ACCOUNT NO. : 072100000032

REFERENCE: 868193 7228262

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: October 18, 2000

ORDER TIME : 3:16 PM

ORDER NO. : 868193-005

CUSTOMER NO: 7228262

CUSTOMER: Mr. Jay Weinstock

Weinstock Petroleum, Inc.

7540 Nw 5th Street, Suite 1

Fort Lauderdale, FL 33317

DOMESTIC FILING

WEINSTOCK PETROLEUM, INC. NAME:

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

2555 w00-25242

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SECRETARY OF STATE DIVISION OF CORPORATIONS

00 OCT 18 PH 4: 05

FLORIDA DEPARTMENT OF STATE Katherine Harris

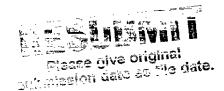
Secretary of State

October 19, 2000

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: WEINSTOCK PETROLEUM, INC.

Ref. Number: W00000025242



We have received your document for WEINSTOCK PETROLEUM, INC.. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in vour document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

數 you have any questions concerning the filing of your document, please call (850) 年87-6973.

Claretha Golden Document Specialist

Letter Number: 400A00054770

SECRETARY OF STATE DIVISION OF CORPORATIONS

00 OCT 18 PM 4: 05

ARTICLES OF INC®RPORATION Weinstock Petroleum, Inc.

The undersigned incorporator hereby forms a corporation under chapter 607 of the laws of the State of Florida.

ARTICLE 1-NAME

The name of this corporation is Weinstock Petroleum, Inc.

ARTICLE 2-PRINCIPAL OFFICE

The street address of the initial principal office of the corporation shall be:7540 NW 5th Street Suite 1 Plantation, Fl. 33317.

ARTICLE 3-PURPOSE

The corporation is organized for the purpose of Gasoline products distribution or in any activity permitted by this State or the United States.

ARTICLE 4-CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock which shall be designated as "common shares".

ARTICLE 5-INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial register office of this corporation is 7540 NW 5th Street Suite 1 Plantation, Fl. 33317 And the mane of the registered agent shall be Jay D. Weinstock.

ARTICLE 6-INITIAL BOARD OF DIRECTORS

The corporation shall initially have one(1) director to hold office until the first annual meeting of the stockholders and their successor shall have been duly elected and qualified

or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the by-laws of the corporation. The name and address of the initial director is

Jay D. Weinstock 3268 Huntington Weston, Fl 3332-1851.

ARTICLE 7-INCORPORATOR

The name and address of the incorporator signing these articles is: Jay D. Weinstock 3268 Huntington Weston, Fl. 33332.

ARTICLE 8-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICEL9-INDEMNIFICATION

The coporation shall indemnify any officer or director, or any fromer officer or director. To the full extent permitted by law.

ARTICLE 10-AMENDMENT

This cooperation reserves the right to amend or repel any provision in these Articles of Incorporation on th date of signing.

Dated: October 16, 2000.

Jay D. Weinstock, Incorporator

SECRETARY OF STATE DIVISION OF CORPORATIONS

00 OCT 18 PM 4: 05

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes,, the undersigned cooperation, organized under the laws of the State of Florida. Submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the cooperation is: Weinstock Petroleum, Inc.
- 2. The name and address of the registered agent is:

Jay D. Weinstock 7540 Northwest 5th Street Suite 1

Plantation, Florida 33317

Dated: October 16, 2000

HAVING BEEN NAMED AS REGISTERD AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIN TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Jay D. Weinstock Dated October 16, 2000