

DCT-10-05 12:18PM

FROM AKERMAN SENTERFITT EIDSON P.A.

19544395503

F-001 P. 11/04

*FD 2000068483*

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000239534 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.** Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)205-0380

From: Diana Guerra

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A. (FT. LAUDERDALE)  
Account Number : I19980000010  
Phone : (954)463-2700  
Fax Number : (954)463-2224

FILED  
OCT 10 PM 2:55  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
OCT 10 AM 8:00  
DIVISION OF CORPORATIONS

**BASIC AMENDMENT**

**MIAMI GARDENS PETROLEUM ENTERPRISES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing

Public Access Help

-166124

*Ps 10/10/05  
Amend*

H05000239534

**FILED**  
05 OCT 10 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
MIAMI GARDENS PETROLEUM ENTERPRISES, INC.**

Pursuant to Sections 607.1003, 607.1006 and 607.1007 of the Florida Business Corporation Act, the Articles of Incorporation of MIAMI GARDENS PETROLEUM ENTERPRISES, INC., originally filed with the Secretary of State of the State of Florida on June 21, 2002, under document number P02000068483, are hereby amended and restated in their entirety as of the 30<sup>th</sup> day of September, 2005 as follows:

**ARTICLE I  
NAME**

The name of the corporation is MIAMI GARDENS PETROLEUM ENTERPRISES, INC. (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is: 9701 NW 89<sup>th</sup> Ave., Medley, FL 33178.

**ARTICLE III  
CAPITAL STOCK**

The number of shares of capital stock that the Corporation is authorized to issue is 100 shares of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The name and street address of the Corporation's registered office are: Ignacio Urbiceta, Jr., 9701 NW 89<sup>th</sup> Ave., Medley, FL 33178.

**ARTICLE V  
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising any duties of an officer or director, and shall advance expenses on behalf of any such officer, director or other person, in each case, to the fullest extent now or hereafter permitted by law.

The foregoing amendment and restatement was adopted on September 30, 2005 pursuant to the written consent of the Director(s) and the Shareholder(s) of the Corporation pursuant to the provisions of Section 607.0704, 607.0821, 607.1003 and 607.1007 of the Florida Business Corporation Act. The number of votes cast for the amendment and restatement was sufficient for approval.

The effective time and date of these Amended and Restated Articles of Incorporation shall be upon its filing with the Florida Department of State.

*(Signature Page Follows)*

H05000239534

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on September 30, 2005.

MIAMI GARDENS PETROLEUM ENTERPRISES, INC.



\_\_\_\_\_  
Name: Ignacio Urbieto, Jr  
Title: President

H05000239534

H05000239534

**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of MIAMI GARDENS PETROLEUM ENTERPRISES, INC., a Florida corporation (the "Corporation"), in the Corporation's Amended and Restated Articles of Incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 30 day of September, 2005.



Name: Ignacio Urbieto, Jr.  
Title: \_\_\_\_\_

H05000239534