

Division of Corporations

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BASIC AMENDMENT

FLAGLER PETROLEUM ENTERPRISES #22, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

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AMEND
10/22/02
(3)

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FLAGLER PETROLEUM ENTERPRISES #22, INC.**

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PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THIS FLORIDA FOR PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: Amendments adopted: Article VIII of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

**"ARTICLE VIII
OFFICERS**

The names, offices and addresses of the officers which shall serve until their replacements assume their positions are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	GLADYS PEQUENO	8800 S.W. 104th Street Miami, FL 33176
Secretary	MILADY PEQUENO	8800 S.W. 104th Street Miami, FL 33176

FORTH: Amendments adopted: Article XI of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

**"ARTICLE XI
REGISTERED OFFICE AND REGISTERED AGENT**

FLAGLER PETROLEUM ENTERPRISES #22, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, hereby designates TOMAS PEQUENO, as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 8800 S.W. 104th Street, Miami, FL 33176."

FIFTH: The foregoing amendment to the Articles of Incorporation of FLAGLER PETROLEUM ENTERPRISES #22, INC., was adopted as of October 21st, 2002.

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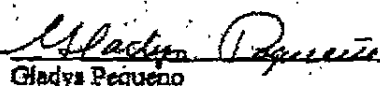
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THIRD: The amendment was approved by the directors, officers and shareholders of the corporation. The number of votes cast for the amendments was sufficient for approval.


Signed as of this 21st day of October, 2002.


Milady Pequeno
President/Director/Shareholder


Tomas Pequeno
Vice President/Director/Shareholder


Gladys Pequeno
Secretary/Shareholder

Having been named as registered 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


TOMAS PEQUENO

Dated as of this 21st day of October, 2002

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