P02000106502

Sameer Rifale 7027 N. Himes Ave, Tampa Fl 33614.

Friday, September 27, 2002

Division of Corporations Florida Department of State Post Office Box 6327 Tallahassee, Florida 32314

Re: FOX CITGO INC.

20008102572--E -09/30/02--01060--001 *****70.00 *****70.00

Dear Reader:

Enclosed for filing, please find the original Articles of Incorporation of **FOX CITGO INC.** With Acceptance of Registered Agent affixed and a check for Seventy Dollars (\$70.00).

Thank you for your courtesies in this matter,

9-27-02

Yours very truly,

Sameer Rifaie

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ARTICLES OF INCORPORATION

OF

CECELL CON STATE
TALLAMO SEE, FLORIDA

FOX CITGO INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

Name of the Corporation
The name of the Corporation ("Corporation") is

FOX CITGO INC

ARTICLE II

g-27-02

Existence of the Corporation

The existence of the Corporation shall begin on September 27,2002

ARTICLE III

The street address of the principal office of the Corporation is

7027 N. Himes Ave, Tampa Fl 33614

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is One thousand (1000), par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The Shares to be split equally as follow:

Share Holder # of Shares Sameer Rifaie 500 Shares Ouadie M. Bensaid 500 Shares

ARTICLE V

The initial street address of the Corporation's registered office ____ is:

7027 N. Himes Ave, Tampa Fl 33614

The initial registered agent for the Corporation at that address is:

Sameer Rifaie

ARTICLE VI

INITIAL OFFICERS/DIRECTORS

The name,

address

and title(s):

Sameer Rifaie

7027 N. Himes Ave, Tampa Fl 33614

Ouadie M. Bensaid

7027 N. Himes Ave, Tampa Fl 33614

VP, T,D

P, S, D

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address -

Sameer Rifaie

7027 N. Himes Ave, Tampa Fl

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation

Sameer Rifaie

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **FOX CITGO INC**. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to $F.S.\ 607.0501(3)$.

Sameer Rifaie

Date: 9-2722