

**Pd2000130494**

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(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

\_\_\_\_\_  
(Business Entity Name)

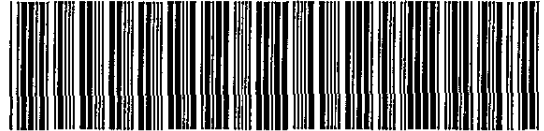
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Price Oil Inc  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and <sup>two (2) copies</sup> ~~one (1) copy~~ of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Debra Henry, CPA  
Name (Printed or typed)

P.O. Drawer 210249  
Address

Montgomery, Az 36121-0249  
City, State & Zip

334-277-6688 X114  
Daytime Telephone number

NOTE: Please provide the original and <sup>two copies</sup> ~~one copy~~ of the articles.

## ARTICLES OF INCORPORATION FOR A FLORIDA CORPORATION

Pursuant to Chapter 607 or 621, F.S.

### ARTICLE I - NAME

The name of the Corporation is:

Price Oil, Inc.

### ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the Corporation is:

4524 Olde Plantation Place  
Destin, FL 32541

### ARTICLE III - PURPOSE

The purpose for which the corporation is organized is:

- (a) For the maintenance and operation of wholesale and retail gasoline and oil establishments for the sale of petroleum products and all related products to the general public and to wholesale buyers.
- (b) To apply for, purchase, or acquire by assignment, transfer, or otherwise and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real property of any kind, class, interest, or type, wheresoever situated and to exercise, carry out and enjoy any license, power authority, concession, right or privilege which any corporation may make or grant.
- (c) To subscribe for, acquire, hold, sell, assign, transfer, mortgage, pledge or in any manner dispose of shares of stock, bonds or other evidences of indebtedness or securities issued or created by any other corporation of Florida or any other state or foreign country, and while the owner thereof, to exercise all the rights, privileges and powers of ownership, including the right to vote thereon, to the same extent as a natural person may do, subject to the limitations, if any, on such rights now or hereafter provided by the laws of Florida.
- (d) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, partnership, limited partnership, corporation, municipality, county, state, territory, government, government subdivision, or body politic.
- (e) To acquire the goodwill, rights, assets and properties, and to undertake the whole or any part of the liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock or other securities of the corporation, or otherwise, to hold, or in any manner dispose of, the whole or any part of property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.
- (f) To borrow or lend money, without security, or upon giving or receipt of such security as the board of directors of the corporation may deem advisable by way of mortgage, pledge, transfer, assignment, or otherwise, of real and personal property of every nature and description, or by way of guaranty, or otherwise.
- (g) To draw, make accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures, and other negotiable or transferable instruments.

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### **ARTICLE III-PURPOSE (CONTINUED)**

- (h) To act as agent, jobber, broker, or attorney in fact in buying, selling and dealing in real and personal property of every nature and description and leases respecting the same and estates and interests therein and mortgages and securities thereon, in making and obtaining loans, whether secured by such property or not, and in supervising, managing, and protecting such property and loans and all interest in and claims affecting the same.
- (i) To purchase, take, receive, redeem, or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares of stock, and its bonds, debentures, and to hold, sell transfer or reissue thereof.
- (j) To endorse, or otherwise guarantee, or become a surety with respect to, or oblige itself for, or without becoming liable therefor, nevertheless, to pledge or mortgage all or any part of its properties to secure the payment of principal of, and interest on, or either thereof, any bonds, including construction or performance bonds, debentures, notes, scrip, coupons, contracts or other obligations or evidences of indebtedness or the performance of any contract, lease, construction, performance or other bond mortgage, or obligation of any other corporation or association, domestic or foreign, or of any firm, partnership, joint venture, or other person whatsoever, in which this corporation may have a lawful interest, or on account of, or with respect to, any transaction in which this corporation shall receive any lawful consideration, advantage, or benefit on any account whatsoever. Irrespective of other profit, consideration, if any, irrespective of the relative net worth of the corporations, associations, or persons involved, and the relative amounts of obligations involved, this corporation shall be deemed to have a lawful interest in any corporation, association, or person (A) which owns stock in this corporation, or (B) which owns stock in another corporation which owns stock in this corporation, or (C) in which this corporation owns stock, or (D) in which another corporation owns stock which also owns stock in this corporation, or (E) in which any one or more persons who own stock in this corporation, or (F) which or who has entered into any contractual arrangement pursuant to which any such corporation or person undertakes corresponding or like obligations or endorsement, guarantee, or suretyship, with respect to all or any such obligations or evidences of indebtedness, contracts of this corporation, or which may engage with this corporation, in the conduct of any joint venture or enterprise, or in the use of common facilities or services.
- (k) To carry on any other business in connection with the foregoing.
- (l) To do any and all of the things herein set out and such other things as are incidental or conducive to the attainment of the objects and purposes of this corporation, to the same extent as natural persons might or could do and in any part of the world, as principal, factor, agent, contractor, or otherwise either alone or in conjunction with any person, firm association, corporation or any entity of whatsoever kind, and to do any and all such acts and things and to exercise any and all such powers to the full extent authorized or permitted to a corporation under any laws that may be now or hereafter applicable or available to this corporation.

The foregoing clauses, and each phrase thereof, shall be construed as objects and purposes of this corporation, as well as powers and provisions for the regulation of the business and the conduct of the affairs of the corporation, the directors, and stockholders thereof, all in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of purposes and powers shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law. Nothing herein contained, however, shall be construed as authorizing this corporation to carry on the business of banking or that of a trust company, or the business of insurance in any kind of its branches.

### **ARTICLE IV-NUMBER OF SHARES AUTHORIZED**

The number of shares of stock authorized is:

**1000 shares of common stock with a par value of \$1.00.**

**ARTICLE V-DIRECTORS/OFFICERS**

The names, addresses and titles of the Directors/Officers are:

CEO  
M. Todd Armstrong  
775 Gulf Shores Drive #9122  
Destin, FL 32541

President  
James M. Bearden  
7217 Brisbane Place  
Montgomery, AL 36117

Vice-President  
Kurt Crain  
700 Oliver Road  
Montgomery, AL 36117

Secretary-Treasurer  
Cindy Brown  
2835 Orchard Lane  
Montgomery, AL 36116

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI-REGISTERED AGENT**

The name and the Florida street address of the registered agent are:

E. Myers Armstrong  
4524 Olde Plantation Place  
Destin, FL 32541

**ARTICLE VII-INCORPORATOR**

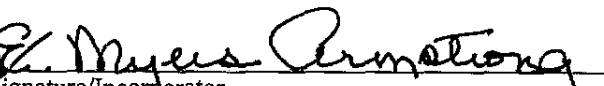
The name and address of the Incorporator is:

E. Myers Armstrong  
4524 Olde Plantation Place  
Destin, FL 32541

Having been named as registered agent to accept service of process for the above state corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent

11/24/02  
Date

  
\_\_\_\_\_  
Signature/Incorporator

11/24/02  
Date