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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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**LAZARUS CORPORATE FILING SERVICE**

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BISCAYNE CITGO, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**FILED**

**ARTICLES OF INCORPORATION  
OF  
BISCAYNE CITGO, INC.**

2004 FEB 26 P 3:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED** incorporated hereby makes, subscribes, acknowledges and files with the Department of State this corporation for profit in accordance with the law of the State of Florida.

**ARTICLE I  
Name of Corporation**

The name of the corporation shall be:

**BISCAYNE CITGO, INC.**

**ARTICLE II  
Nature of Business**

The general nature of the business to be transacted by the Corporation shall be to engage in any lawful act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.

**ARTICLE III  
Capital Stock**

The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is **ONE THOUSAND SHARES** of common stock with no par value.

Each of said shares of stock shall entitle the holder to one vote at any meeting of the stockholders. All or any part of said capital stock may be paid in cash, in property (other than stock securities), or in labor or services at a fair valuation to be fixed by the incorporator. All stock, when issued, shall be fully paid for and shall be non-assessable.

**ARTICLE IV  
Initial Capital**

The amount of capital with which this corporation shall begin business shall be no less than **ONE THOUSAND DOLLARS (\$ 1000.00)**.

**ARTICLE V  
Term of Existence**

The term for which the Corporation is to exist is perpetual.

**ARTICLE VI**  
**Principle Office**

The following shall be the street and principal office of this corporation, but this corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices in their places of business at such other places within or without the State of Florida that may be deemed expedient:

15200 BISCAYNE BOULEVARD  
NORTH MIAMI BEACH, FLORIDA 33160

**ARTICLE VII**  
**Board of Directors**

This corporation shall have not less than ONE director(s) initially. The number of directors may be increased or diminished from time to time, by the By-Laws adopted by the stockholders. The names and street addressee of the members of the first Board of Directors are :

HILARIO A. MARTINEZ	9511 COLLINS AVE. # 1504
President/Secretary	SURFSIDE, FLORIDA 33154

**ARTICLE VIII**  
**Subscribers**

The name(s) and address(es) of the subscriber(s) of these Articles of Incorporation, and the number of shares of stock which they agree to take are:

HILARIO A. MARTINEZ	9511 COLLINS AVE. # 1504
1000 Shares	SURFSIDE, FLORIDA 33154

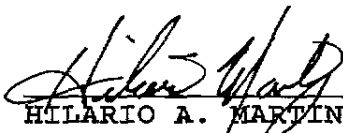
**ARTICLE IX**  
**Register Agent**

Register Agent : HILARIO A. MARTINEZ  
9511 COLLINS AVE. # 1504  
SURFSIDE, FLORIDA 33154

**ARTICLE X  
Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

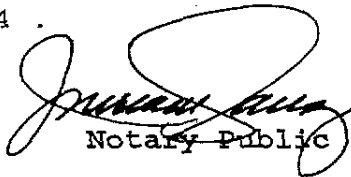
IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 24 day of FEB. , 2004.

  
HILARIO A. MARTINEZ

STATE OF FLORIDA  
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Hilario A. Martinez to me known to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and seal, this 24 day of FEB. , 2004 .

  
Notary Public



Miriam Sanz  
Commission # DD 027841  
Expires July 6, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

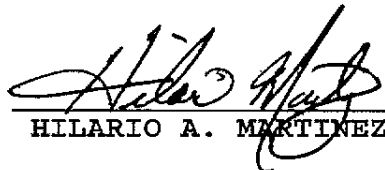
CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE VERIFIED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That BISCAYNE CITGO, INC. desiring to organize under the laws of the State of Florida, with its principal office at 15200 BISCAYNE BLVD., NORTH MIAMI BEACH, FL. 33160, Dade County, has named HILARIO A. MARTINEZ as its agent service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated people, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.

  
HILARIO A. MARTINEZ

Dated this 24 day of Feb, 2004

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA