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Division of Corporations

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DIVISION OF CORPORATIONS

**BASIC AMENDMENT
RESERVE FUELS CORPORATION**

Certificate of Status	1
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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RESERVE FUELS CORPORATION**

Reserve Fuels Corporation, (the "Corporation"), a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Act"), does hereby certify that:

1. The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on March 2, 2004.
2. The Amended and Restated Articles of Incorporation have been duly approved by unanimous written consent of the Board of Directors and the Shareholders dated October 28, 2004, in accordance with Sections 607.1006 and 607.1007 of the Act.
3. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety as follows:

**ARTICLE I
NAME**

The name of the corporation is:

WOC TEXAS CORPORATION

**ARTICLE II
DURATION**

This corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

This corporation is organized for the purpose of transacting any and all business for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time to time.

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ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock. The shares shall not be divided into classes, nor may this corporation issue preferred stock without an amendment to its Articles of Incorporation.

ARTICLE V
PRINCIPAL OFFICE

The principal office and mailing address of this corporation is:

PO Box 771893
Coral Springs, FL 33077

ARTICLE VI
REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 2021 Tyler Street, Hollywood, Florida 33021 and the name of the registered agent of this corporation at that office is Mitchell D. Adler.

ARTICLE VII
BOARD OF DIRECTORS

This corporation shall have three (3) directors. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and addresses of the directors of this corporation are:

Patrick J. Shelow
12180 Eagle Trace Blvd. N.
Coral Springs, FL 33071

Thomas Balke
2215 Harbor Drive
Houston, TX 77020

George Koch
10826 Lilleux Road
Houston, TX 77067-3902

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ARTICLE VIII
OFFICERS

The name and titles of the officers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>TITLE</u>
Thomas Balke	President & Secretary
Patrick J. Shelow	Vice President & Treasurer
George Koch	Vice President

ARTICLE IX
INCORPORATORS

The name and address of the person signing these Articles is:

Patrick J. Shelow
12180 Eagle Trace Blvd., N.
Coral Springs, FL 33071

ARTICLE X
POWERS

This corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE XI
MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XII
ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

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ARTICLE XIII
INDEMNIFICATION

This corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holder of such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XIV
BYLAWS

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders specifically provided such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XV
PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation of RESERVE FUELS CORPORATION are signed by Patrick J. Shelow, its Vice President, this 28 day of October, 2004.



PATRICK J. SHELOW

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST-THAT WOC TEXAS CORPORATION
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF FORT
LAUDERDALE, STATE OF FLORIDA, HAS NAMED MITCHELL D. ADLER, ESQ.
LOCATED AT ABRAMS ANTON, P.A., 2021 TYLER STREET, HOLLYWOOD,
FLORIDA 33021, CITY OF HOLLYWOOD, STATE OF FLORIDA, AS ITS
REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: PATRICK J. SHELOWTITLE: VICE PRESIDENTDATE: 10/28/04

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: MITCHELL D. ADLERDATE: 11/1/04

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