

P93000069325

LESLIE ALAN ROZENCWAIG, P.A.

SUNTRUST INTERNATIONAL CENTER

ONE SOUTHEAST THIRD AVENUE

SUITE 960

MIAMI, FLORIDA 33131

LESLIE ALAN ROZENCWAIG  
ROSARIO FERRERO - CARR

TELEPHONE (305) 379-6100  
TELEFAX (305) 379-6808  
E-MAIL: BIZLITLAW@aol.com

April 12, 2001

FEDEX AIRBILL NO. 8244 2197 3097

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

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-04/16/01--01124--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Our Client File Number 0293(t)

Dear Sir/Madam:

Enclosed please find the original as well as a copy of the Amendment to the Articles of Incorporation of FINA WEST 49<sup>TH</sup> STREET, Inc. Also enclosed is a check in the amount of Thirty-Five Dollars (\$35.00), representing the filing fee.

Should you have any questions or require anything further, please do not hesitate to contact me.

Cordially,

LESLIE ALAN ROZENCWAIG, P.A.

  
ROSARIO FERRERO-CARR, ESQ.  
For the Firm

RFC/cg

Enclosures

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FILED  
01 APR 30 PM 3:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amended & Restated

T BROWN MAY - 1 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 24, 2001

ROSARIO FERRERO-CARR, ESQ.  
LESLIE ALAN ROSENCWAIG, P.A.  
ONE SE THIRD AVENUE, SUITE 960  
MIAMI, FL 33131

SUBJECT: FINA WEST 49TH STREET, INC.  
Ref. Number: P93000069325

We have received your document for FINA WEST 49TH STREET, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6869.

Teresa Brown  
Corporate Specialist

Letter Number: 001A00024120

RECEIVED  
01 APR 30 PM 12:41  
DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**LESLIE ALAN ROZENCWAIG, P.A.**

SUNTRUST INTERNATIONAL CENTER  
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MIAMI, FLORIDA 33131

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April 26, 2001

FEDEX AIRBILL NO. 8244 2197 3248

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: Our Client File Number 0293(t)

Dear Sir/Madam:

I am in receipt of your letter dated April 24, 2001 (copy enclosed). Please note that the enclosed Amended and Restated Articles of Incorporation of Fina West 49<sup>th</sup> Street, Inc. have been revised pursuant to said letter and are being returned to you for filing along with a copy thereof. Please process them accordingly, and note that as indicated on your letter, you are holding a check in the amount of Thirty-Five Dollars (\$35) representing the filing fee.

Should you have any questions or require anything further, please contact me.

Cordially,

LESLIE ALAN ROZENCWAIG, P.A.

  
ROSARIO FERRERO-CARR, ESQ.  
For the Firm

RFC/cg

Enclosures

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FINA WEST 49TH STREET, INC.**

FILED  
01 APR 30 PM 3: 56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned subscribers of these articles of incorporation each natural person competent to contract, hereby associate themselves to form a corporation under the law of the State of Florida.

**ARTICLE I: NAME**

The name of the corporation is

FINA WEST 49TH STREET, INC.

**ARTICLE II: NATURE OF BUSINESS**

The general nature of the business and the objects and purpose to be transacted and carried on are:

1. Any and all lawful business.
2. Any and all lawful business connected with Service Stations and Convenient Store.
3. And, in general, to carry on any business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
4. And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgage, bills of exchange, promissory notes or other obligations or negotiable instruments.

**ARTICLE III: CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is: SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES OF COMMON STOCK @ ONE DOLLAR (\$1) PAR VALUE.

ARTICLE IV: AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business is not less than \$500 (FIVE HUNDRED DOLLARS).

ARTICLE V: TERMS OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI: ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

1365 West 49th Street, Hialeah, Florida 33013

The Board of Director(s) may from time to time move the principal office to any other address in the State of Florida, and establish branches and subsidiaries in any place within the United States.

ARTICLE VII: DIRECTOR(S)

This corporation shall have 2 director(s) initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than 1.

ARTICLE VIII: BOARD OF DIRECTOR(S)

The name(s) and post office adresse(s) of the member(s) of the Board of Directors, who subject to the provisions of the Certificate of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office until his and her successor(s) are elected and have qualified, are:

RODOLFO SANCHEZ      1365 West 49th Street, Miami, Florida 33012

SONIA FERNANDEZ      3601 West 12th Street, Miami, Florida 33012

THE FOREGOING AMENDED AND RESTATED ARTICLES OF INCORPORATION WAS ADOPTED BY THE UNANIMOUS VOTE OF THE SHAREHOLDERS AND THE DIRECTORS ON MARCH 19, 2001.

[SIGNATURES OF DIRECTORS APPEAR ON NEXT PAGE]

STATE OF FLORIDA )

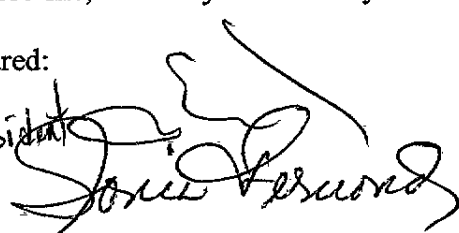
SS

COUNTY OF DADE )

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to administer oath and take acknowledgments, personally appeared:

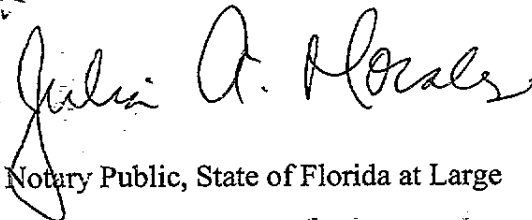
RODOLFO SANCHEZ, Director/President

SONIA FERNANDEZ, Director



to me well known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Reinstated and Amended Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 19<sup>th</sup> day of March 2001. 3/19/01

  
Notary Public, State of Florida at Large

**JULIA A MORALES**

