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PREVATT ENGLAND AMBLER SNYDER STEINGOLD & TAYLOR

ATTORNEYS AT LAW
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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SUITE 2800
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TAMPA, FLORIDA 33602

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POST OFFICE BOX 2020
TAMPA, FLORIDA 33601-2020

June 29, 1995

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 E. Gaines Street
P. O. Box 6327
Tallahassee, FL 32314

900001529749
-07/05/95--01039--007
****122.50 ****122.50

Re: PJ'S SERVICE STATIONS, INC.

Dear Secretary:

Enclosed herewith are the Articles of Incorporation for the subject corporation together with a check in the amount of \$122.50 to cover the following:

Filing Fees	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>

\$122.50

We would appreciate your filing the Articles, certifying them as the Articles of Incorporation, and returning them to us.

Sincerely,

Karen J. Prevatt
Karen J. Prevatt

Enclosures

FILED
55 JUL -3 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-6-95
PJC

ARTICLES OF INCORPORATION
OF
PJ'S SERVICE STATIONS, INC.

FILED
95 JUL -3 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation is PJ'S SERVICE STATIONS, INC.
The address of the Corporation is 501 E. Hillsborough Avenue,
Tampa, Florida 33604.

ARTICLE II

DURATION

This Corporation shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

To conduct any and all business activities permitted by the
laws of the State of Florida.

To generally have and exercise all powers, rights and
privileges necessary, suitable, convenient or proper for the
accomplishment of any of the purposes or the attainment of any or
all of the objects hereinbefore enumerated or incidental to the
purposes and powers herein named or for the enhancement of the
value of the property of the corporation or which at any time
appear conducive thereto or expedient.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner
dissolved in accordance with the laws of the State of Florida. The
date on which corporate existence shall begin is the date on which
these Articles of Incorporation are filed with the Secretary of
State of the State of Florida.

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of common voting stock with a par value of \$1.00 per share.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Corporation is PATRICIA J. JEANFILS and the street address of the initial registered office of the Corporation is 501 E. Hillsborough Avenue, Tampa, Florida 33604.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. 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) nor more than five (5). The name and address of the initial member of the Board of Directors of this Corporation are:

PATRICIA J. JEANFILS	501 E. Hillsborough Avenue
	Tampa, Florida 33604

ARTICLE VIII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders of this Corporation.

ARTICLE IX

POWERS

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

ARTICLE X

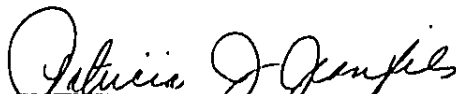
INCORPORATOR

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

PATRICIA J. JEANFILS
501 E. Hillsborough Avenue
Tampa, Florida 33604

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation.

Dated: 6/29/95


PATRICIA J. JEANFILS

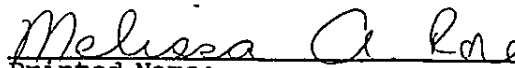
ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared PATRICIA J. JEANFILS, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 29th day of June, 1995.


Printed Name: _____
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My commission expires:

MELISSA A ROSE
My Commission CC433157
Expires Jan. 12, 1999
Bonded by HAI
800-422-1555



CERTIFICATE DESIGNATING REGISTERED AGENT

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

That PJ'S SERVICE STATIONS, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at 501 E. Hillsborough Avenue, Tampa, Florida 33604, has named PATRICIA J. JEANFILS as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office and the provisions of Chapter 607.

Patricia J. Jeanfils
REGISTERED AGENT

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared PATRICIA J. JEANFILS, known to me and known by me to be the person who executed the foregoing Certificate Designating Registered Agent, and he acknowledged before me that she executed the Certificate Designating Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 29th day of June, 1995.

Melissa A. Rose
Printed Name: _____

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My commission expires: _____

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MELISSA A ROSE
My Commission CC433157
Expires Jan 12, 1999
Bonded by HAI
R00-422-1555

FILED
95 JUL -3 PM 12:42
CLERK OF STATE
TALLAHASSEE, FLORIDA