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JOHN M. BERNAZZOLI

2734 POLK STREET, SUITE H
HOLLYWOOD, FLORIDA 33020

TELEPHONE: (305) 923-9700

August 9, 1995

Attention: Corporation Division
Secretary of State
State of Florida
The Capitol
Tallahassee, Florida 32304

FILED
SECRETARY OF STATE
CORPORATION DIVISION
55 AUG 11 PM 12:44

Re: 33rd & University Gas & Oil, Inc.

Gentlemen:

Enclosed please find the original and a ~~copy~~ ^{duplicate} of the
Articles of Incorporation and Acceptance of Registered Agent,
for 33rd & University Gas & Oil, Inc.

Also enclosed is a check in the amount of \$122.50
for the following charges:

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

\$122.50

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****122.50 ****122.50

Please file and return same to this office by
Federal Express. I have enclosed a airbill for you to send
back to me by Federal Express.

If you have any questions, please contact me.

Very respectfully yours,

JOHN M. BERNAZZOLI, ESQ.

JMB:nbs
Enclosures as stated

SENT BY FEDERAL EXPRESS

8/14/95

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 AUG 11 PM 12:44

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is 33rd & University Gas & Oil, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The corporation shall have authority to issue 1,000 shares, all of one class, .10¢ par value.

ARTICLE V

The address of its initial registered office is 17600 North Bay Road, Apartment 702, North Miami Beach, Florida 33160,

and the name of its initial registered agent at said address is
DAVID KALICHMAN.

ARTICLE VI

The principal office and mailing address of the
corporation will be: 17600 North Bay Road, Apartment 702, North
Miami Beach, Florida 33160.


ARTICLE VII

The number of directors constituting its initial board
of directors is one (1) whose name and address is: David
Kalichman, 17600 North Bay Road, Apartment 702, North Miami
Beach, Florida 33160.

ARTICLE VIII

The name and address of the incorporator is:

David Kalichman, 17600 North Bay Road
Apartment 702
North Miami Beach, FL 33160



David Kalichman

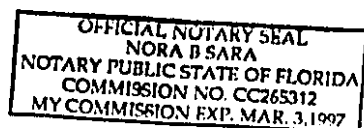
STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, personally appeared David

Kalichman, who is personally known to me or who has produced
Personal Knowledge as identification and who did (did not)
take an oath, and who as Incorporator executed the foregoing
Articles of Incorporation, and acknowledged before me that he
subscribed to these Articles of Incorporation for the uses and
purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my
official seal in the State and County aforesaid, this 9th day
of August, 1995.

My Commission Expires:



Nora B. Sara
Notary Public
Nora B. Sara
Print Name

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 11 PM 12:44

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED hereby accepts his designation as
registered agent for 33rd & University Gas & Oil, Inc.

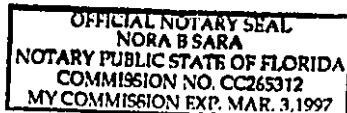
David Kalichman
David Kalichman

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, personally appeared David
Kalichman, who is personally known to me or who has produced
personal knowledge as identification and who did (did not)
take an oath, and who as Registered Agent executed the foregoing
Acceptance of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my
official seal in the State and County aforesaid, this 9th day
of August, 1995.

My Commission Expires:



Nora B. Sara
Notary Public

Nora B. SARA
Print Name