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BEVERLY L. GREENBERG

ATTORNEY AT LAW

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February 25, 1997

Secretary of State  
Corporate Division  
The Capitol  
Tallahassee, Florida 32304

Re: L. F. & C. Oil Corporation

600002103046--9  
-03/04/97--01011--007  
\*\*\*\*122.50 \*\*\*\*122.50

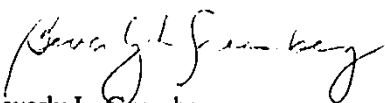
Gentlemen:

I am enclosing herewith an original and one copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed for the following fees:

Filing fee	\$35.00
Certified copy	52.50
Registered Agent fee	<u>35.00</u>
Total:	\$122.50

Please file the original of the enclosed Articles of Incorporation and return the certified copy to me in the envelope provided.

Very truly yours,

  
Beverly L. Greenberg

BLG:hs  
Enclosures  
c>erp/tu/f&c0225.scy

97 MAR -3 AM 10:12  
SECRETARY OF STATE  
CORPORATE DIVISION

CP 3/10/97

ARTICLES OF INCORPORATION  
of  
L. F. & C. Oil Corporation

FILED  
SECRETARY OF STATE  
INCORPORATION  
97 MAR -3 AM 10:42

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

ARTICLE I - NAME

The name of this corporation is L. F. & C. Oil Corporation.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The number of shares which the corporation is authorized to issue is 1,200 shares having a par value of \$0.10 per share.

ARTICLE V - PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VI - PRINCIPAL OFFICE

The principal office and mailing address of the corporation is:

7311 Southwest 41st Street  
Miami, Florida 33155

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is:

Jose Gallardo  
7311 Southwest 41st Street  
Miami, Florida 33155

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The names and addresses of the initial directors are:

Jose Gallardo  
7311 Southwest 41st Street  
Miami, Florida 33155

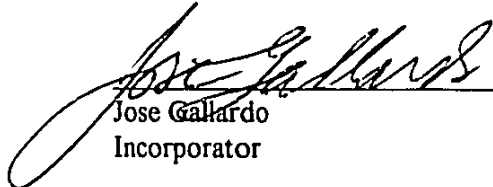
Howard Chin  
7311 Southwest 41st Street  
Miami, Florida 33155

ARTICLE IX - INCORPORATION

The name and street address of the Incorporator signing is:

Jose Gallardo  
7311 Southwest 41st Street  
Miami, Florida 33155

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of  
Incorporation this 26 day of February, 1997.

  
\_\_\_\_\_  
Jose Gallardo  
Incorporator

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing Articles of Incorporation of L. F. & C. Oil Corporation were acknowledged  
before me this \_\_\_\_ day of February, 1997, by Jose Gallardo, as Incorporator, who:

✓ is personally known to me, or  
has produced \_\_\_\_\_ as identification.

Eydie M. Reiner (Sign)  
NOTARY PUBLIC

Print Name: Eydie M. Reiner

My Commission Expires:



"OFFICIAL SEAL"  
Eydie M. Reiner  
My Commission Expires 6/29/97  
Commission #CC 298419

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent of the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of any duties and I accept the duties and obligations of Section 607.0505, Florida Statutes (1990).

Jose Gallardo  
Jose Gallardo  
Registered Agent

Date: February 26, 1997

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FILED  
CLERK OF STATE  
- OFFICE OF CORPORATIONS  
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