

LAW OFFICES
ANN PORATH

P97000024929

WELLINGTON COUNTRY PLAZA
SUITE 209
12773 FOREST HILL BOULEVARD
WELLINGTON, FLORIDA 33414
TELEPHONE (561) 798-2907
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March 12, 1997

Secretary of State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

500002114625--8
-03/17/97--01032--007
*****70.00 *****70.00

Re: WRSC, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned corporation. Also enclosed is my check in the amount of \$70.00 to cover the filing fee.

Kindly return the stamped, filed copy and the Secretary of State letter to me, I have enclosed an envelope for this purpose.

Thank you for your cooperation in this matter.

Very truly yours,

Ann Parath
APB

Ann Parath

AP/vab
Enclosures

FILED
97 MAR 17 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 19 1997 BSB

ARTICLES OF INCORPORATION
OF

WRSC, Inc.

The undersigned subscribers to these Articles of Incorporation hereby form a corporation under the Florida Business Corporation Act.

ARTICLE I
Name of Corporation

The name of the corporation is:
WRSC, Inc.

ARTICLE II
Duration

The duration of the corporation is perpetual.

ARTICLE III
General Purpose

The general purposes for which the corporation is organized are:

1. To engage in the retail sale of gasoline/mechanical services.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing, or necessary or desirable, in order to accomplish the foregoing, including borrowing or raising money for any purpose of the corporation, securing same, mortgaging all or any part of the corporate property, and to create, issue, draw and accept and negotiate bonds, mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE IV
Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of Common Stock having a par value of \$1.00 per share.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
Address

The principal place of business and the mailing address for this corporation is:

11924 Forest Hill Blvd., Suite 22-112, Wellington, FL 33414

The name and address of the initial registered agent is:

Gregory Todd Eschinger
11924 Forest Hill Blvd., Suite 22-112
Wellington, FL 33414

ARTICLE VI

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation at the net value thereof. If the corporation fails or refuses to make satisfactory arrangements for the purchase of such shares within thirty (30) days from written notice thereof, the stockholder shall have the right to dispose of his shares as he sees fit.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend: "These shares are held subject to certain transfer restrictions imposed by the Articles of corporation. A copy of such Articles is on file at the principal office of the corporation".

ARTICLE VII
Directors

The number of Directors constituting the initial Board of Directors of the corporation is one. The names and address's of each person who is to serve as a member of the initial Board of Directors and the Officers of the corporation who shall hold office for the first year of the existence of the corporation, or until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Gregory Todd Eschinger	President	11924 Forest Hill Blvd Suite 22-112 Wellington, FL 33414
Robert Allen McAleney	Vice-President	15610 Rolling Meadow Cir. Wellington, FL 33414

ARTICLE VIII

The name and address of each incorporator is:

Gregory Todd Eschinger	President/ Registered Agent	11924 Forest Hill Blvd Suite 22-112 Wellington, FL 33414
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Robert Allen McAleney	Vice-President	15610 Rolling Meadow Cir. Wellington, FL 33414
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EXECUTED by the undersigned at West Palm Beach, Palm Beach County,
Florida, this 12th day of March, 1996.

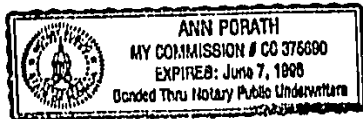


GREGORY TODD ESCHINGER

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to administer oaths and take acknowledgments, personally appeared GREGORY TODD ESCHINGER, to me well known to be the person described as subscriber and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

12th WITNESS my hand and Seal in the State and County named above this
day of March, 1996.





NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

My Commission Expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
97 MAR 17 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

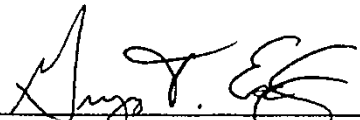
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

WRSC, Inc.

2. The name and address of the registered agent and office is:

Gregory Todd Eschinger	President	11924 Forest Hill Blvd
	Registered Agent	Suite 22-112
		Wellington, FL 33414


GREGORY TODD ESCHINGER

Date: 3-12-97

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.


GREGORY TODD ESCHINGER

Date: 3-12-97