

7/18/97

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FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
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NAME: COMMUNITY GAS & SHOP, INC.

AUDIT NUMBER.....H97000011773

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
COMMUNITY GAS & SHOP, INC.

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

NAME OF CORPORATION

The name of the corporation shall be:  
COMMUNITY GAS & SHOP, INC.

ARTICLE II

TERM

This corporation is to exist perpetually.

ARTICLE III

PURPOSE

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

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is One Thousand shares (1,000) of common stock being the only stock authorized to be issued and having a par value of One dollar (\$1.00) per share.

DE LA PORTILLA & DE LA PORTILLA

420 S. DIXIE HWY. #4B

CORAL GABLES, FL 33146

(305) 667-5994 / Ala Box No. 281964

Maria R. De la Portilla, Esq.

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ARTICLE V

REGISTERED AGENT

The name and address of the initial registered agent of this corporation is as follows: JULIO MESA at: 1701 NW 54 Street Miami, Florida 33142 The Board of Directors may from time to time move the registered office to any other address in the State of Florida or replace the Registered Agent.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director(s) initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law but shall never be less than one (1).

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**ARTICLE VII**

**INITIAL DIRECTORS**

The names and addresses of the members of the initial Board of Directors who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified are:

JULIO MESA  
1701 NW 54 Street  
Miami, Fl. 33142

NAME

JULIO MESA

ADDRESS

1701 NW 54 Street  
Miami, Fl. 33142

**ARTICLE VIII**

**INCORPORATORS**

The name and address of each person signing these Articles of Incorporation as an incorporator is as follows:

NAME

JULIO MESA

ADDRESS

1701 NW 54 Street  
Miami, Fl. 33142

**ARTICLE IX**

**EFFECTIVE DATE**

The effective date for the commencement of the existence of this corporation shall be on the date of filing the Articles of Incorporation.

**ARTICLE X**

**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation or any amendment hereto or any right conferred upon the shareholders as subject to this reservation.

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ARTICLE XI

DIRECTORS AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix compensation unless otherwise provided in the Articles of Incorporation or By-laws.

ARTICLE XII

INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XIII

PRINCIPAL OFFICE

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

1701 NW 54 Street  
Miami, Fl. 33142

The corporation may change its principal office from time to time.

ARTICLE XIV

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida, this 18 day of July, 1997.

  
JULIO MESA  
President

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Having been named as registered agent and to accept service 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 I am familiar with and accept the obligations of my position as registered agent.

Signature: [Signature]  
Date: July 18, 1997

STATE OF FLORIDA )  
                                  SS  
COUNTY OF DADE )

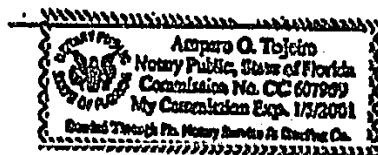
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Julio Mesa, to me known to be the person described in and executed the foregoing instrument and who produced Personal ID Card as (identification) or (personally known to me), and who acknowledged before me that he/she executed the same and who did/did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 18 day of July, 1997, A.D.

[Signature]  
Notary Public/State of Fla. at  
Large

Print Name: Ampero Tojeiro

My Commission Expires:



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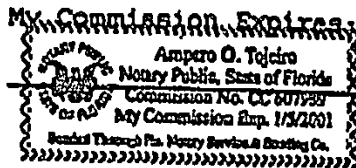
STATE OF FLORIDA )  
COUNTY OF DADE ) ss

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared JULIO MESA, to me known to be the persons described in and who executed the foregoing instrument and who produced personally known (identification)/ or (personally known to me), and who acknowledged before me that he executed the same and who did/did not take an oath.

WITNESS my hand and official seal in the County and State last  
aforesaid this 18 day of July, 1997, A.D.

Notary Public/State of Fla. at

Print Name: Amaro Teixeira



**REGISTERED AGENT**

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(s) in the state of Florida.

1. The name of the corporation:  
Community Gas & Shop, Inc.
2. The name and address of the registered agent and office  
is:  
Julio Mesa  
1701 NW 34 St.  
Miami, Fl. 33142

DE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Signature:**

Title: Exonidant

Date: September, 1997

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