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LAW OFFICES
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December 22, 2000

Ms. Katherine Harris
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

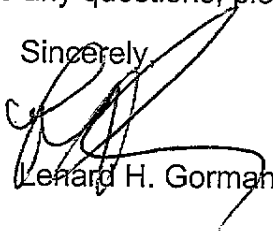
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Re: **Articles of Amendment to Articles of Incorporation
ESOIL 1-27-45-0070 Corporation**

Dear Ms. Harris:

Enclosed are Articles of Amendment to Articles of Incorporation for Esoil 1-27-45-0070. We are also enclosing a check in the amount of \$43.75 comprised as follows: \$35.00 for the filing fees and \$8.75 for a certified copy of Amendment of Articles of Incorporation. If you should have any questions, please do not hesitate to contact us.

Sincerely,


Lenard H. Gorman

LHG/lm
enc

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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N/C

V. SHEPARD JAN 11 2001

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
ESOIL 1-27-45-0070 CORPORATION**

Pursuant to the provisions of §607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

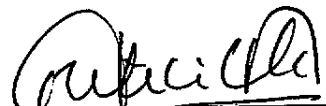
First: The name of the corporation in the Articles of Incorporation is amended from Esoil 1-27-45-0070 Corporation to Gun Club Fuels, Inc.

Second: The amendment was adopted by the Board of Directors on the 20th day of December, 2000.

Third: The amendment was approved by the shareholders on the 20th day of December, 2000. The number of votes cast for the amendment was sufficient for approval.

DATED: December 20, 2000

Attest:


Secretary

By: 
Carlos Fontecilla
President

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

21st I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 21st day of December, 2000 by Carlos Fontecilla, as President and Secretary of Gun Club Fuels, Inc., a Florida corporation, who is personally known to me, who did (did not) take an oath, an he acknowledged before me that he executed the foregoing instrument in his representative capacity on behalf of such corporation as his free act and deed.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

[Notary Seal]

Miguel A. Guevara
My Commission CC729017
Expires March 29, 2002

FILED STATE
SECRETARY OF CORPORATION
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