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P98000035816

April 17, 1998

Attorney's Title

660 E. Jefferson Street Suite 200

Tallahassee, FL 32301

RE: A & F OIL COMPANY, INC.

Dear Sir/Madam:

Please bring this to the Secretary of State for incorporation and when you have the papers back, please fax the Receipt of Secretary of State and Certificate of Incorporation to us the same day at (941) 275-6626 and return them by your courier service A.S.A.P.

Very truly yours,

John P. Milligan, Jr.

John P. Milligan, Jr., Esq.

JPM/fks

Enclosures as stated

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4/21/98

FILED
98 APR 20 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
A & F OIL COMPANY, INC.**

FILED
98 APR 20 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

A & F OIL COMPANY, INC.

The address of the principal office of this corporation shall be **11225 S. Cleveland Avenue, Fort Myers, Florida 33907** and the mailing address of the corporation shall be **11225 S. Cleveland Avenue, Fort Myers, Florida 33907**.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be **11225 S. Cleveland Avenue, Fort Myers, Florida 33907**, and the name of the initial registered agent of the corporation is **Alan K. Fensterbusch**.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have **two (2)** Directors, initially. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be less than one nor more than five. The name and street address of the initial members of the Board of Directors is:

Alan K. Fensterbusch
11225 S. Cleveland Avenue
Fort Myers, Florida 33907

Fred M. Shamon
8555 Fairway Bend Drive
Fort Myers, Florida 33912

ARTICLE VIII - INCORPORATORS


The names and street addresses of the persons signing these Articles of Incorporation is:

Alan K. Fensterbusch
11225 S. Cleveland Avenue
Fort Myers, Florida 33907


ALAN K. FENSTERBUSCH

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

Alan K. Fensterbusch, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



ALAN K. FENSTERBUSCH

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TALLAHASSEE, FLORIDA