

Sherman & Castro

Attorneys at Law

P98000043668

May 11, 1998

VIA FED EX

Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32301

100002520661--5  
-05/12/98--01075--017  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Incorporation of Escandar Oil, Inc

Gentlemen:

Attached please find original Articles of Incorporation for filing with the Secretary of State together with a check in the sum of \$122.50 made payable to Florida Department of State.

Please call me at (305) 448-5898 if you have any questions regarding the foregoing.

Sincerely yours,

  
Jose E. Castro

sec.let

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 12 PM 12:46

# ARTICLES OF INCORPORATION

OF

ESCANDAR OIL, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 12 PM 12:48

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**FIRST:** The name of the Corporation is Escandar Oil, Inc. (the "Corporation").

**SECOND:** The principal office address and mailing address of the Corporation is 2230 West 68th Street, Hialeah, Florida 33016.

**THIRD:** The corporation is authorized to issue 1,000 shares of common stock, par value \$.00 per share.

**FOURTH:** The street address of the initial registered office of the Corporation is: 6400 S.W. 92nd Street, Miami, Florida 33156.

**FIFTH:** The name and address of the incorporator of the Corporation is: Rafael Escandar III at 6400 S.W. 92nd Street, Miami, Florida 33156.

**SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**SEVENTH:** The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director of the Corporation is: Rafael Escandar III, at 6400 S.W. 92nd Street, Miami, Florida 3156.

The initial officers of the Corporation shall be as follows:

Rafael Escandar III President	2230 West 68th Street Hialeah, Florida 33016
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Vanessa Cueto Sainz Vice-President	2230 West 68th Street Hialeah, Florida 33016
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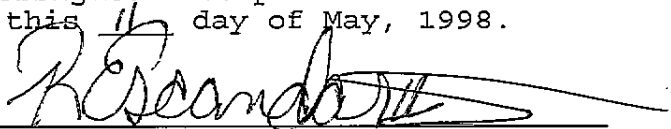
Rafael Escandar III Secretary	2230 West 68th Street Hialeah, Florida 33016
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**EIGHTH:** The Corporation expressly elects not to be governed by Section 607.09011 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

**TENTH:** The corporate existence of the Corporation shall commence on the date of filing with the Secretary of State.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 16 day of May, 1998.

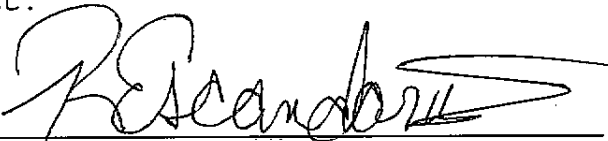
  
\_\_\_\_\_  
Rafael Escandar III, Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

  
Rafael Escandar III

escandar.art

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DIVISION OF CORPORATIONS  
98 MAY 12 PM 12:48