



ACCOUNT NO. : 072100000032

REFERENCE : 031986 9011A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : November 13, 1998

ORDER TIME : 4:35 PM

ORDER NO. : 031986-005

200002689582--9

CUSTOMER NO: 9011A

CUSTOMER: Ronald Witkowski, Esq
RONALD WITKOWSKI, ESQ
RONALD WITKOWSKI, ESQ
Suite 202
12798 W. Forrest Hill Blvd.
Wellington, FL 33414

DOMESTIC FILING

NAME: R & S PETROLEUM, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

11/17/98

RECEIVED
58 NOV 17 PM 1:51
DIVISION OF CORPORATIONS

FILED
98 NOV 17 PM 3:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FILED

98 NOV 17 PM 3:04

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R & S PETROLEUM, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

R & S PETROLEUM, INC.

The address of the principal office of this corporation shall be 1009 Sweetbriar Place, Wellington, Florida 33414, and the mailing address of the corporation shall be the same.

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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 12798 West Forest Hill Boulevard, Suite 202, Wellington Florida 33414, and the name of the initial registered agent of the corporation at that address is Ronald Witowski, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Stephen T. Smith
Dir.

1009 Sweetbriar Place
Wellington, Florida 33414

Rosemary E. Smith
Dir.

Same As Above

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

| | |
|-------------------|---------------------------|
| Stephen T. Smith | 1009 Sweetbriar Place, |
| Pres. | Wellington, Florida 33414 |
| Rosemary E. Smith | Same As Above. |
| Sec. | |

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

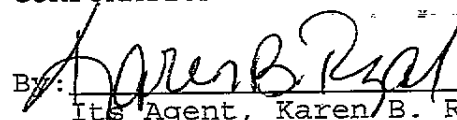
The name and street address of the incorporator to these Articles of Incorporation;

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on November 17, 1998.

CORPORATION SERVICE COMPANY

By:



Its Agent, Karen B. Rozar

SKD/clb

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ronald Witkowski, Esq., an individual residing in this state having a business office address of 12798 West Forest Hill Boulevard, Suite 202, Wellington, Florida 33414 and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of

R & S PETROLEUM, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
Ronald Witkowski, Esq.