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FILING OR RECORDING OF DOC Re: Peninsula Enterpri		Date: 5/13/99 Our File No.:
The following document(s) are e	nclosed for: x⊠ Ple your office. □ Ple	ase return file-marked copies to us. ase enter date of filing and return this form to us by 19
Secretary of State Bureau of Corporate Ru TO P. 0.Box 6327 Tallahassee, FL 32314	ecords	HOLMES & PICKENS, P.A. ATTORNEYS AT LAW 222 NORTH THIRD STREET PALATKA, FLORIDA 32177-3710 (904) 328-1111 FAX (904) 328-3003
Profit NonProfit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer Change of Registered Agent Dissolution/Withdrawal Merger	
Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark	
	Other	

Examiner's Initials

ARTICLES OF INCORPORATION OF PENINSULA ENTERPRISES, INC.



STATE OF FLORIDA COUNTY OF PUTNAM

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned natural person of the age of twenty-one (21) years or more and citizens of the State of Florida, hereby apply for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, duties and immunities of a corporation for profit, under and pursuant to these ARTICLES OF INCORPORATION.

ARTICLE I

NAME AND ADDRESS: The name of this corporation shall be Peninsula Enterprises, Inc., and the principal office shall be located at 604 Lemon Avenue, Crescent City, Florida 32112.

ARTICLE II

PURPOSES: The nature of the business and the purpose or purposes for which this corporation are formed are as follows, to-wit:

 To engage in the business of wholesale and retail sales, delivery and transport of petroleum products and incident items. To operate wholesale and retail outlets, including gasoline and diesel fueling stations and truck stops.

- 2. To do everything necessary, proper and advisable or convenient for the accomplishment of the purposes hereinabove set forth and to do all other things incidental thereto or connected therewith which are not forbidden by Florida Statutes or any other law.
- 3. To transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as it now exists, or may hereafter be amended.

ARTICLE III

CAPITAL STOCK: The total number of shares of capital stock which may be issued by this corporation is one hundred (100) shares of no par value common stock which shall be designated as "Common Shares" and which shall be fully paid and non-assessable.

ARTICLE IV

DURATION: This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE V

PRE-EMPTIVE RIGHT: Every shareholder, upon sale for cash of any new stock of this corporation, shall have the right to

purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

REGISTERED OFFICE AND AGENT: The street/mailing address of the initial registered office of this corporation is: 222 North Third Street, Palatka, Florida 32177-3710, and the name of the initial registered agent of this corporation at that address is Joe H. Pickens.

ARTICLE VII

INCORPORATOR: The name and address of the incorporator is as follows, to-wit: C. Patrick Codd, P. O. Box 637, 604 Lemon Avenue, Crescent City, Florida 32112.

ARTICLE VIII

BOARD OF DIRECTORS: The initial Board of Directors shall consist of the following:

C. Patrick Codd P. O. Box 637 604 Lemon Avenue Crescent City, Florida 32112

Stacy M. Codd P. O. Box 637 604 Lemon Avenue Crescent City, Florida 32112

The number of Directors may either be increased or decreased from time to time by the by-laws, provided, however, that

there shall never be less than one (1) Director nor more than seven (7) Directors.

ARTICLE IX

The initial officers shall be as INITIAL OFFICERS: follows:

> President/Treasurer: C. Patrick Codd P. O. Box 637 604 Lemon Avenue Crescent City, FL 32112

Stacy M. Codd P. O. Box 637 Vice President/Secretary: 604 Lemon Avenue

Crescent City, FL 32112

ARTICLE X

The corporation shall indemnify any INDEMNIFICATION: Officer or Director or any former officer or director; to the full extent permitted by law.

ARTICLE XI

- VOTING: Holders of common stock shall be entitled to one vote for each and every share of stock standing in his, her or its name, at any and all meetings of the Stockholders of this Corporation, and said stock may be voted by the Stockholders of record, either in person or by proxy.
- MANAGEMENT: The business and affairs of the 2. Corporation shall be under the management and control of the Board of Directors.

- 3. AMENDMENTS: The Corporation reserves the right to amend, alter, modify, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon the Officers and Shareholders of the Corporation are granted subject to this reservation.
- 4. SUBORDINATION: All other provisions of the Articles of Incorporation and By-Laws shall be subordinate to the provisions of this ARTICLE.

C Patrick Codd

STATE OF FLORIDA COUNTY OF PUTNAM

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared C. Patrick Codd, personally known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this day of May, 1999.

LAURIE H. PARRISH
MY COMMISSION # CC 825899
EXPIRES: 04/17/2003
1-800-3-NOTARY Fia. Notary Service & Bonding Co.

Notary Public

My commission expires:

ACCEPTANCE OF DUTIES AS REGISTERED AGENT

1, the undersigned, having been named to accept service of 47 process for the above corporation at the place indicated in the foregoing Articles of Incorporation, do hereby agree to act in said capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

Pickens

SWORN TO AND SUBSCRIBED before me this day of May, 1999 by Joe H. Pickens, who is to me personally

Notary Public

My commission expires:

