

P 99000050997



ACCOUNT NO. : 072100000032  
REFERENCE : 361168 7189728  
AUTHORIZATION : Patricia Pizute  
COST LIMIT : \$ 35.00

FILED  
99 SEP - 1 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : September 1, 1999  
ORDER TIME : 10:09 AM  
ORDER NO. : 361168-005 300002375743--9  
CUSTOMER NO: 7189728  
CUSTOMER: Mr. Behn .. Wilson  
          Xl Distributors, Inc.  
          Post Office Box 97  
  
          Delray Beach, FL 33447

DOMESTIC AMENDMENT FILING

NAME: XL GASOLINE, INC.

EFFECTIVE DATE:

C. COULLIETTE SEP 0 1 1999

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

RECEIVED  
99 SEP - 1 AM 11:29  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

99 SEP - 1 PM 12:27  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XL Gasoline, Inc

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Pursuant to article VII, this corporations  
directors and officers shall be amended:

Remove: PATRICIA MALONEY - DIRECTOR, PRESIDENT, TREASURER  
6 Lakeshore DR  
Newtown Square, PA 19073

add: FRANK MALONEY - PRESIDENT, TREASURER  
6 Lakeshore DR  
Newtown Square, PA 19073

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

**THIRD:** The date of each amendment's adoption: \_\_\_\_\_

8/27/99

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 27 day of August, 19 99.

Signature *Patricia Maloney*  
 (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

PATRICIA MALONEY  
 Typed or printed name

DIRECTOR.  
 Title