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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

TEXACO 68, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION OF
TEXACO 68, INC.

The undersigned subscriber to these Articles of
Incorporation, each a natural person competent to
contract, hereby forms a corporation under the laws
of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Texaco 68, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or
all lawful activities of 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 ONE thousand(1,000) shares of common
stock having a par value of ONE(\$1.00) dollar per
share.

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The capital stock may be paid in money, property, labor, or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. INITIAL PRINCIPAL OFFICE

The initial office address of this corporation in the State of Florida is:

7891 W. FLAGLER ST.
U-154
MIAMI, FLORIDA 33144

ARTICLE VI. DIRECTORS

This corporation shall have ONE director(s) initially. The number of directors may be increased, but not by more than FOUR (4).

The corporation shall indemnify and hold harmless each person who shall serve at any time thereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become a director or officer, of the corporation, or by reason of any action alleged to have heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or claims of liability provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjusted that such director or officer is liable for negligence or willful misconduct in the performance of his duties.

ARTICLE VII. INITIAL DIRECTORS & OFFICERS

The name and address of the members of the first
Board of Directors and Officers are:

<u>NAME</u>	<u>ADDRESS:</u>
Marcia Juan President/ Director	995 N.W. 165th Ave. Pembroke Pines, Fl 33028

ARTICLE VIII. AMENDED

These Articles of Incorporation may be amended in
the manner provided by law. Every amendment shall be
approved by the Board of Directors, proposed by them
to the stockholders and approved at a Stockholder's
Meeting by a majority of the stock entitled to vote
thereon.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHICH PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes,
the following is submitted, in compliance with said
Act. First that ~~Texaco~~ 68, Inc., deciding to
organize under the laws of the State of Florida with its
principal office, as indicated in the articles of
incorporation at City of Miami, County of Dade, State of
Florida has named Allan Doyle located at 175 Fontainebleau
Blvd. Ste. 1-B, Miami, State of Florida, as its agent to
accept services of process within his State.

ACKNOWLEDGEMENT:

Having been named to accept service of process
for the above stated corporation, at place designated
in this certificate, I hereby accept to act in this
capacity, and agree to comply within the provision of
said Act relative to keeping open said office.

By:  Doyle

Date: August 19, 1999

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TALLAHASSEE, FLORIDA

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