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TRANSMITTAL LETTER

FILED

99 NOV -3 AM 10: 34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500003033715-3
-11/03/99-01046--002
*****78.75 *****78.75

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: KarMar Service Station, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Raul J. A. Martinez-Estene, P. A.
Name (Printed or typed)

901 Ponce de Leon Blvd #304

Address

Orlando, Florida 33133

City, State & Zip

(305) 441-2404

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN NOV - 4 1999

ARTICLES OF INCORPORATION
OF
KarMar Service Station, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is: KarMar Service Station, Inc.

ARTICLE II

The maximum number of shares of capital stock that the Corporation is authorized to issue is SIX HUNDRED (600) shares, at no par value each share.

ARTICLE III

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IV

The name and street address of the Incorporator signing these Articles of Incorporation is:

NAME
GERARDO PASCUAL

ADDRESS
9735 S.W. 52nd Street #223,
Miami, Florida 33178

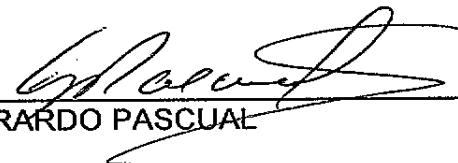
ARTICLE V

The principal office of the Corporation is: 9735 S.W. 52nd Street #223, Miami, Florida 33178.

ARTICLE VI

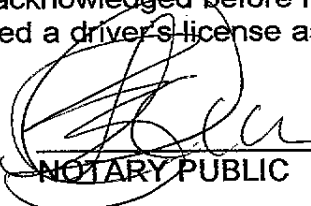
The street address of the initial registered agent of the Corporation is: 9735 S.W. 52nd Street #223, Miami, Florida 33178 and the name of the initial registered agent of the Corporation is: GERARDO PASCUAL.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 29th day of October, 1999.

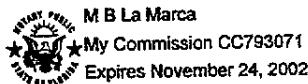

GERARDO PASCUAL

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

The foregoing Articles of Incorporation was acknowledged before me this 29th day of October, 1999 by GERARDO PASCUAL who produced a driver's license as identification and who did take an oath.


NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

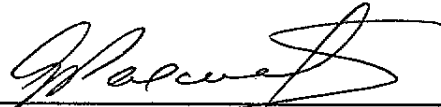
IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That KarMar Service Station, Inc. desiring to organize or qualify under the laws of the State of Florida, has named, GERARDO PASCUAL with its registered agent's office located at 9735 S.W. 52nd Street #223, Miami, Florida 33178, County of Miami-Dade, State of Florida to accept service of process within the State of Florida.



GERARDO PASCUAL, Incorporator
October 29TH, 1999

HAVING BEEN named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned HEREBY AGREES to act in said capacity, and FURTHER AGREES to comply with the provisions of all statutes relative to the proper and complete performance of its duties.



GERARDO PASCUAL
October 27th, 1999