

TRANSMITTAL LETTER

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

*North*  
SUBJECT: Meco of Florida Incorporated  
(Proposed corporate name - must include suffix)

600003042566--8  
-11/12/99-01061--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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: Neil L. Wilcove, Esq.  
Name (Printed or typed)

3295 River Exchange Drive, Suite 300  
Address

Norcross, Georgia 30092  
City, State & Zip

(770) 662-5999  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 NOV 12 PM 12:35

FILED

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

R. VARNADORE NOV 12 1999

ARTICLES OF INCORPORATION  
OF  
MECO OF NORTH FLORIDA, INCORPORATED

The undersigned Incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED  
99 NOV 12 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I.

Name

The name of the corporation is Mecos of North Florida, Incorporated.

II.

Principal Office

The mailing address of the initial principal office of the corporation is 3626 Phoenix Avenue, Jacksonville, Florida, 32206-2357.

III.

Common Stock

The number of shares the corporation is authorized to have outstanding at any one time is 100,000, \$10.00 par value common stock. The owners of these shares of stock shall have unlimited voting rights and shall be entitled to receive the net assets of the corporation upon dissolution.

IV.

Registered Agent and Office

The street address of the initial registered office of the corporation is 1200 South Pine Island Road, Plantation, Florida, 33324 and the initial registered agent of the corporation at such address is CT Corporation System.

V.

Incorporator

The name and address of the Incorporator is DeWitte Thompson, Esq., 3295 River Exchange Drive, Suite 300, Norcross, Georgia 30092.

## VI.

### Directors

The business and affairs of the corporation are to be conducted by a board of directors, the number to be set shall be designated by the By-Laws of the company. The initial Board of Directors of the corporation shall consist of three persons who shall serve until the first annual meeting of the Shareholders and then until their successors are elected and qualified.

## VII.

### Object

The object of the corporation is pecuniary gain and profit and the corporation is formed for the purpose of engaging in the business of all activities lawfully authorized under the laws of the State of Florida, and more specifically to engage in sales, retail and wholesale, invoicing parts and including the right to engage in construction for the outfitting of convenience stores, gasoline filling stations and related petroleum products, and to include the servicing of said equipment and specifically to include underground tanks and the installation and construction thereof, and pumps and computer systems for the furnishing and sale of petroleum products.

## VIII.

### Duration

The duration of the corporation shall be perpetual.

## IX.

### Indemnification of Directors

The company shall be responsible for indemnifying and holding harmless the officers and directors of the corporation from and against any and all legal action which may be asserted against any officer or director of the corporation based on action taken by the corporation or its employees or for breach of duty of care or other duty with exception to the following:

a. For any appropriation, in violation of his or her duties of any business opportunity of the corporation;

b. For acts or omissions which involve intentional misconduct or an intentional violation of law; or

c. For any transaction from which the director or officer received an improper personal benefit.

X.

By-Laws

The By-Laws for the corporation shall be adopted and may be amended or repealed by the Board of Directors, subject to repeal or change by action of a majority of the Shareholders.

XI.

Corporate Status

The Shareholders, Directors and Officers may take all action necessary to register the Corporation as an "S Corporation."

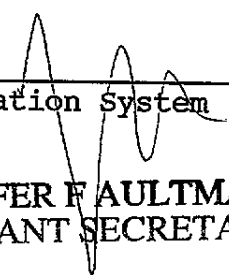
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

This 9<sup>th</sup> day of November, 1999.



DeWitte Thompson- Incorporator

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the power and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



CT Corporation System

Date 11-10-99

JENNIFER FAULTMAN  
ASSISTANT SECRETARY