

Edwin J. Bradley
Attorney At Law

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Lithia, Florida 33547

Phone 813.657.7608
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V31626

December 11, 2001

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-12/28/01--01013--003
*****78.75 *****78.75

Re: Articles and Plan of Merger

Dear Division of Corporations:

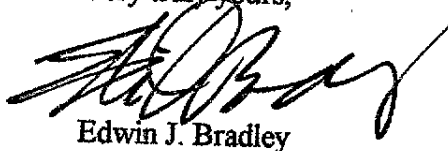
Enclosed with this letter you will find the following:

1. Reinstatement form for Florida Express Oil Company, Inc.
2. Check number 1002 in the amount of \$750.00 for the reinstatement fee for Florida Express Oil Company, Inc.
3. Reinstatement form for Express Center of Busch Boulevard, Inc.
4. Check number 1003 in the amount of \$900.00 for the reinstatement fee for Express Center of Busch Boulevard, Inc.
5. Articles of Merger merging Florida Express Oil Company, Inc. with Express Center of Busch Boulevard, Inc. and attached Plan of Merger.
6. Check number 1004 in the amount of \$78.75 (\$70.00 filing fee, \$8.75 certification fee) for the filing fee for the Articles of Merger and for a certified copy of the Articles of Merger.
7. Extra copy of the Articles of Merger for certifying and sending back to me.

Please take the necessary action to reinstate these two companies and effectuate and record this merger. Please also provide me with a certified copy of the articles of merger with the appropriate Division of Corporations document/record number.

Thank you for your assistance with this matter.

Very truly yours,


Edwin J. Bradley

EJB/eb

Cc: T. Layne Williams

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 DEC 17 PM 1:45

Merger
LTS

EFFECTIVE DATE
1-1-02

ARTICLES OF MERGER
Merger Sheet

MERGING:

EXPRESS CENTER OF BUSCH BOULEVARD, INC., a Florida corporation
(Document #P93000075931)

INTO

FLORIDA EXPRESS OIL COMPANY, INC., a Florida entity, V31626

File date: December 17, 2001, effective January 1, 2002

Corporate Specialist: Louise Flemming-Jackson

Edwin J. Bradley
Attorney At Law

5937 Jaegerglon Drive
Lithia, Florida 33547

Phone 813.857.7608
Fax 883.571.0778

December 28, 2001

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attention: Louise Jackson

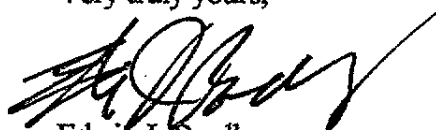
Re: Articles and Plan of Merger

Dear Ms Jackson:

At your suggestion I have revised the Articles of Merger and the Plan of Merger. In the introductory paragraph of each I have referenced Sections 607.1101 and 607.1105 of the Florida Statutes. In each I have added a paragraph stating that the Plan of Merger was adopted on December 11, 2001 as was the case (Articles paragraph Eleventh; Plan paragraph Seventh). These revised documents, executed by the secretaries of each corporation are enclosed.

Thank you very much for your very professional assistance with this matter.

Very truly yours,



Edwin J. Bradley

EJB/eb

Cc: T. Layne Williams

EFFECTIVE DATE

1-1-02

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF MERGER

2001 DEC 17 PM 1:45

The following articles of merger are being submitted in accordance with section 607.1101 and 1105, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. Florida Express Oil Company, Inc. 602 Gay Road Seffner, FL 33584 Florida Document/Registration #: V31626	Florida	For Profit Domestic Corporation FEI #: 59-3121049
2. Express Center of Busch Boulevard, Inc. 5143 E. Busch Boulevard Tampa, FL 33617 Florida Document/Registration #: P93000075931	Florida	For Profit Domestic Corporation FEI #: 650452301

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Florida Express Oil Company, Inc. 602 Gay Road Seffner, Florida 33584 Florida Document/Registration #: V31626	Florida	For Profit Domestic Corporation FEI #: 59-3121049

THIRD: The attached plan of merger meets the requirements of section 607.1101, Florida Statutes, and was approved by each domestic corporation that is a party to the merger in accordance with Chapter 607, Florida Statutes.

FOURTH: All of the parties to this merger are domestic corporations.

FIFTH: The surviving entity is a domestic corporation incorporated under the laws of Florida and the rights of all shareholders are governed by Florida law.

SIXTH: The surviving entity is a domestic corporation incorporated under the laws of Florida and the rights of all shareholders, including the rights of dissenting shareholders are governed by Florida law.

SEVENTH: There are no general partners of the surviving entity as the surviving entity is a corporation.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by any regulations or articles of organization of any party to the merger.

NINTH: The merger shall become effective as of:
The date the Articles of Merger are filed with the Florida Department of State

OR

January 1, 2002, whichever date is later.

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: The Plan of Merger was adopted on December 11, 2001 by the unanimous consent of the shareholders and the directors of each of the merging corporations.

TWELFTH: SIGNATURES FOR EACH PARTY:

Florida Express Oil
Company, Inc.



Edwin J. Bradley
Secretary

Express Center of Busch
Boulevard, Inc.



Edwin J. Bradley
Secretary

PLAN OF MERGER

The following plan of merger is being submitted in accordance with section 607.1101, Florida Statutes and is being submitted in accordance with section 607.1105, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. Florida Express Oil Company, Inc. 602 Gay Road Seffner, Florida 33584 Florida Document/Registration #: V31626	Florida FEI #: 59-3121049	For Profit Domestic Corporation
2. Express Center of Busch Boulevard, Inc. 5143 E. Busch Boulevard Tampa, FL 33617 Florida Document/Registration #: P93000075931	Florida FEI #: 650452301	For Profit Domestic Corporation

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Florida Express Oil Company, Inc. 602 Gay Road Seffner, Florida 33584 Florida Document/Registration #: V31626	Florida FEI #: 59-3121049	For Profit Domestic Corporation

THIRD: The terms and conditions of the merger are as follows:

Both parties to this merger are owned in equal shares by the same shareholders. Therefore, upon the merger each shareholder will have the same number of shares in the surviving corporation as that shareholder had in both of the merging corporations. All shareholders have consented to this merger.

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations, or other securities of each merged party into the interests, shares, obligations, or other securities of the survivor, in whole or in part, into cash or other property are as follows:

1. Immediately upon the merger, all shares of the merging corporations will be surrendered to the surviving corporation and cancelled.
 2. Upon cancellation of the shares of the merging corporations the surviving corporation will issue shares equal to the shares owned in the merging corporations as follows:
 - i. T. Layne Williams – 100 shares
 - ii. Edwin J. Bradley – 100 shares
 3. There are no other interests, shares, obligations, or other securities of each merged party.
- B. There are no rights to acquire interests, shares, obligations, or other securities of each merged party.

FIFTH: None of the parties to this plan of merger is a Non-Florida business entity.

SIXTH: The sole shareholders and directors of both merging corporations are T. Layne Williams and Edwin J. Bradley who by their signatures below signify their consent to this plan of merger.

SEVENTH: The Plan of Merger was adopted on December 11, 2001 by the unanimous consent of the shareholders and the directors of each of the merging corporations.

EIGHTH: SIGNATURES FOR EACH PARTY:

Florida Express Oil
Company, Inc.



Edwin J. Bradley,
Secretary

Express Center of Busch
Boulevard, Inc.



Edwin J. Bradley,
Secretary