

GEORGIA PETROLEUM, INC.

8614508

DUPLICATE DUPLICATE



92

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

"GEORGIA PETROLEUM & BURNER FUELS, INC."

has been duly incorporated under the laws of the State of Georgia on the **3rd** day of **October**, 19 **86**, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this **3rd** day of **October** in the year of our Lord One Thousand Nine Hundred and **Eighty Six** and of the Independence of the United States of America the Two Hundred and **Eleven**.

Max Cleland

SECRETARY OF STATE
CORPORATION COMMISSIONER

160000001938

BUSINESS CORPORATION
(Profit)

ARTICLES OF INCORPORATION

OF

GEORGIA PETROLEUM & BURNER FUELS, INC.

I.

The name of the corporation is "Georgia Petroleum & Burner Fuels, Inc."

II.

The corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

III.

The corporation shall have perpetual duration.

IV.

The corporation is a corporation for profit and is organized for the following purposes: Sale and distribution of petroleum related products & to engage in any lawful business or activities related thereto; and to engage in any lawful act or activity for which corporations may be organized under the Georgia Corporation Code.

V.

The corporation shall have authority, acting by its board of directors, to issue not more than 1,000 shares of a common class having a par value of \$ No Par per share.

VI.

The corporation shall not commence business until it shall have received consideration of not less than \$500 in value for the issuance of its shares.

1000001929

VII.

The shareholders of the corporation shall not have any preemptive rights to acquire any unissued shares of the corporation.

VIII.

The address of the initial registered office of the corporation is, Street & No. 1101 W. Hill Ave.
City-Valdosta County- Lowndes , and the initial registered agent of the corporation at such address is Terry A. Hiers.

IX.

The initial board of directors shall consist of ²/₁ members, the names and addresses of each of which are as follows:

NAME	ADDRESS
1. William J. Holland	10 S. Lakeshore Dr. Valdosta
2. Terry A. Hiers	709 W. Alden Ave. Valdosta
3. _____	_____
4. _____	_____

X.

The name and address of the incorporator is: Terry A. Hiers - 709 W. Alden Ave. - Valdosta, GA.

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

This 1st day of October, 1986.

Terry A. Hiers

2011 H 95

00001940

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: MAX CLELAND
Secretary of State
Suite 306 - West Tower
2 Martin Luther King, Jr., Drive, S.E.
Atlanta, Georgia 30334

I Terry A. Hiers
(Type or Print Name of Person or Corporation)

do hereby consent to serve as registered agent for the corporation

Georgia Petroleum & Burner Fuels, Inc.
(Type or Print Name of Corporation)

This 30th day of September, 1986.

Terry A. Hiers
Terry A. Hiers

Address of Registered Agent
(Type or Print Address)

1101 West Hill Avenue
Valdosta, Ga. 31601

3000001987



I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"GEORGIA PETROLEUM & BURNER FUELS, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this
31st day of July . in the year of our Lord
One Thousand Nine Hundred and Eighty Six and
of the Independence of the United States of America the Two
Hundred and Eleven.



11267

Max Cleland

SECRETARY OF STATE
COMMISSIONER OF CORPORATIONS

LETTER OF TRANSMITTAL TO THE SECRETARY
OF STATE - INCORPORATION DOCUMENTS

Max Cleland
Secretary of State
Suite 306, West Tower
42 Martin Luther King, Jr., Drive, S.E.
Atlanta, Georgia 30334

RE: Georgia Petroleum & Burner Fuels, Inc.
(NAME OF CORPORATION)

Dear Sir:

In accordance with Section 14-2-172, Official Code of Georgia Annotated (O.C.G.A.), you will find enclosed the following documents:

1. The original Articles of Incorporation of the above captioned corporation and two conformed copies of said Articles, which are submitted for filing as provided in Section 14-2-5(a);
2. The Certificate heretofore issued by you reserving the name of the above captioned corporation along with two copies, which are attached to the original Articles of Incorporation;
3. Payment to you of the fee of \$20 provided for in Section 14-2-371 (14-3-291 - Non-profit);
4. A check, draft or money order in the amount of \$18, payable to Clerk of the Superior Court of the county where the initial registered office of the corporation is to be located, in payment of the cost of filing the Articles of Incorporation in said county;
5. The original of a letter addressed to the publisher of the newspaper which is the official organ of the county where the registered office of the corporation is located, which letter is in the form designated by Section 14-2-172(c) (4) (14-3-132 - Non-profit);
6. A check in the sum of \$60 payable to the designated newspaper; and,
7. A Consent to the Appointment by the Registered Agent designated in the Articles of Incorporation.

We will appreciate your processing these documents in the manner prescribed by Section 14-2-172, and, if everything is in order, we will appreciate your issuing a Certificate of Incorporation to the above captioned corporation and attaching it to one conformed copy of the Articles of Incorporation and returning it to us.

Very truly yours,

Terry A. Hiers

Terry A. Hiers, Incorporator
709 West Alden Avenue
Valdosta, Georgia 31601

**Secretary of State
Business Services and Regulation
Suite 313, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 923300041
CONTROL NUMBER: 8614508
EFFECTIVE DATE: 11/24/1992
REFERENCE : 0045
PRINT DATE : 11/25/1992
FORM NUMBER : 611

WILLIAM E. HOLLAND
P. O. BOX 5437
VALDOSTA GA 31603-5437

CERTIFICATE OF NAME CHANGE AMENDMENT

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**GEORGIA PETROLEUM & BURNER FUELS, INC.
A DOMESTIC PROFIT CORPORATION**

has filed articles of amendment in the office of the Secretary of State changing its name to

GEORGIA PETROLEUM, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

**MAX CLELAND
SECRETARY OF STATE**

Verley J. Spivey

**VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE**

**SECURITIES
656-2894**

**CEMETERIES
656-3079**

**CORPORATIONS
656-2817**

**CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta**

32041

#1

ARTICLES OF AMENDMENT OF
GEORGIA PETROLEUM & BURNER FUELS, INC.

Pursuant to Section 14-2-1006 of the Georgia Business Corporation Code, Georgia Petroleum & Burner Fuels, Inc., a Georgia corporation, hereby submits the following Articles of Amendment:

1.

The name of the corporation is Georgia Petroleum & Burner Fuels, Inc. (the "corporation") and the Charter Number of the corporation is 8614508.

2.

Articles I and IX of the Articles of Incorporation are hereby amended (the "amendment") as follows:

I.

The name of the corporation is
Georgia Petroleum, Inc.

IX.

The Board of Directors of the
corporation shall be elected by the
shareholders on a year-to-year basis.

3.

The amendment was duly adopted on November 17, 1992.

4.

The foregoing amendment was adopted by the Board of Directors and shareholder action was not required.

IN WITNESS WHEREOF, Georgia Petroleum & Burner Fuels, Inc. has caused these Articles of Amendment to be executed by its duly authorized officers on the 17 day of November, 1992.

GEORGIA PETROLEUM & BURNER FUELS, INC.

By: William J. Holland (SEAL)
William J. Holland, Chairman

Attest. Mary Jean Holland (SEAL)
Mary Jean Holland, Secretary

VERIFICATION OF REQUEST FOR PUBLICATION

The undersigned hereby certifies that he is the duly elected, qualified and acting president of Georgia Petroleum & Burner Fuels, Inc., a Georgia corporation, and further certifies, pursuant to Section 14-2-1006.1 of the Georgia Business Corporation Code that:

1.

An Amendment to the Articles of Incorporation of the corporation changing the name of the corporation to Georgia Petroleum, Inc. was adopted on November 17, 1992.

2.

A Request for Publication of a Notice of Intent to File Articles of Amendment to change the name of the corporation and payment therefor have been submitted to the Valdosta Daily Times as is required by O.C.G.A. § 14-2-1006.1(b).

IN WITNESS WHEREOF, the undersigned has hereunto set this hand this 17th day of November, 1992.

 (SEAL)
William J. Holland, Chairman

**Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

RESERVATION NUMBER: 922520353
EFFECTIVE DATE : 09/08/1992
EXPIRATION DATE : 12/07/1992
LICENSE NO. : N/A
CONSENT ON FILE : N/A
PRINT DATE : 09/09/1992
FORM NUMBER : 506

BILL HOLLAND
P O BOX 5437
VALDOSTA GA 31603

NAME RESERVATION CERTIFICATE

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that the records of the Secretary of State have been reviewed and the name

GEORGIA PETROLEUM, INC.

is not identical to, and appears to be distinguishable from, the name of any other existing corporation, limited partnership or professional association on file pursuant to Title 14 of the Official Code of Georgia Annotated.

This certificate shall be valid for a nonrenewable period of ninety days from the date of this certificate for profit and nonprofit corporations, professional associations or limited partnerships. Please submit this original certificate with any subsequent formation filing for a corporation, limited partnership or professional association.

Name reservations are not renewable after expiration of the statutory reservation period stated above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

Law Offices
HILLMAN, McTIER, COLEMAN, TALLEY, NEWBORN & KURRIE

November 16, 1992

Secretary of State
Business Services & Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

RE: Georgia Petroleum & Burner Fuels, Inc.

Dear Sir:

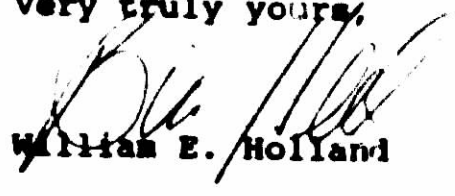
In accordance with Section 14-2-1006 of the Georgia Business Corporation Code, enclosed are the following documents:

1. The original Articles of Amendment of the above-captioned corporation and one conformed copy of said Articles, which are submitted for filing in accordance with O.C.G.A. § 14-2-120;
2. A check in the amount of \$20.00 payable to the Secretary of State, in payment of the cost of filing the Articles of Amendment.

One of the purposes of the Articles of Amendment is to change the name of the corporation. The corporation name is being changed from Georgia Petroleum & Burner Fuels, Inc. to Georgia Petroleum, Inc. The name Georgia Petroleum, Inc. appeared to be available and we verified this with your office as is indicated by the name availability verification number 922520353 and the enclosed copy of that Certificate. I am also enclosing our original Verification of Request for Publication as is required by O.C.G.A. § 14-2-1006.1.

We will appreciate your processing these documents in the manner prescribed by O.C.G.A. § 14-2-1006 and if everything is in order, we would appreciate you issuing a Certificate of Amendment and returning same to the attention of the undersigned.

Very truly yours,


William E. Holland

WEH/em

Enclosures