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FLORIDA PROFIT/NON PROFIT CORPORATION

dixie convenience, inc.

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ARTICLES OF INCORPORATION

OF

DIXIE CONVENIENCE, INC

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TALLAHASSEE, FLORIDA

ARTICLE ONE

NAME

The name of this corporation is: DIXIE CONVENIENCE, INC.

ARTICLE TWO

NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE THREE

DURATION

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: Upon filing with the Secretary of State of the State of Florida.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows: SIXTY common stock.

A. Designation. The stock of this corporation shall be known as Common Stock.

Prepared by:
and to be returned to:
IGNACIO SIBERIO, ESQ.
International Finance Bank Bldg.
3663 SW 8th Street, Suite 206
Miami, Florida, 33135
Phone (305) 448-9863
Fax (305) 448-2341
Fla. Bar 207926

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B. Authorized. The maximum number of shares of Common Stock that this corporation may issue is : SIXTY.

C. Non-Par Value. Each share of Common Stock shall be non-par value.

D. Consideration. Shares of Common Stock may be issued in exchange for cash or other property, real, personal, tangible or intangible, or in labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.

E. Non-assessability. Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

F. Voting rights. Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.

G. Dividends. Record holder of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

H. Liquidation rights. Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

ARTICLE FIVE

PRINCIPAL PLACE OF BUSINESS AND INITIAL REGISTERED OFFICE

The Street Address of the Principal Place of Business and Initial Registered office of this corporation is:

5244 SW 89th Avenue, Miami, Florida, 33165

ARTICLE SIX

INITIAL BOARD OF DIRECTORS, OFFICERS and REGISTERED AGENT

This corporation shall have initially one (1) Director. The number of Directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one. The name(s) and address(es) of the initial Director(s) of this corporation is (are):

Name	Address
FAUSTINO CAMAFREITA Director, President, Treasurer, Secretary Registered Agent	5244 SW 89th Avenue, Miami, Florida, 33165

ARTICLE SEVEN

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested either in the Board of Directors or the stockholders, but the Board of Directors may not amend or repeal any By-Law adopted by stockholders if the stockholders specifically provide such By-Law not subject to amendment or repeal by the Directors.

ARTICLE EIGHT

PRE-EMPTIVE RIGHTS and RIGHT OF FIRST REFUSAL

Every stockholder, upon the sale for cash of any issued or new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE NINE

STOCKHOLDER QUORUM AND VOTING

Majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of stockholders.

If a quorum is present, the affirmative vote of majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the stockholders.

ARTICLE TEN

APPROVAL OF STOCKHOLDERS REQUIRED FOR MERGER

The approval of the stockholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law. This approval shall be at least by the holders of an eighty per cent of the stock.

ARTICLE ELEVEN

DIRECTOR QUORUM AND VOTING

The Majority of the Directors shall constitute a quorum for a meeting of Directors.

If a quorum is present, the affirmative vote of the majority of the Directors present, or, if a Director or Directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of majority of the remaining Directors present and voting, shall be the act of the Board of Directors.

ARTICLE TWELVE

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer of director, to the full extent permitted by law.

ARTICLE THIRTEEN

The name and address, and interest, of the incorporators and the persons or entities with right to subscribe shares of stock at the commencement of this corporation are:

FAUSTINO CAMAFREITAS SIXTY SHARES

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this December 21, 2009.

FAUSTINO CAMAFREITA
Subscriber
Address: 5244 SW 89TH Avenue
Miami, Fl 33165

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09 DEC 21 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Before me personally appeared FAUSTINO CAMAFREITA personally known to me, who under oath acknowledged to have executed the foregoing instrument, and avers that the statements made are true and correct.

SUBSCRIBED this December 21, 2009.

NOTARY PUBLIC. State of Florida

GLORIA SIBERIO
MY COMMISSION # DD 805681
EXPIRES: September 6, 2012
Bonded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING RESIDENT AND REGISTERED OFFICE AND RESIDENT AND REGISTERED AGENT AND ACCEPTANCE OF RESIDENT AND REGISTERED AGENT

In pursuance of Chapter 607.034, Florida General Corporation Act, the following information is submitted:

First: That DIXIE CONVENIENCE, INC.,desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City

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of Miami, County of Miami-Dade, State of Florida, has named FAUSTINO CAMAFREITA Resident and Registered Agent, and designated as Registered Office of the corporation: DIXIE CONVENIENCE INC.

Second: That said Resident and Registered Agent, having been named to accept service of process for the above stated Corporation, at the place designated as the Resident and Registered Office in this Certificate, hereby accepts to act in this capacity and agrees to comply with the provision of said Act relative to keeping one said office.

DIXIE CONVENIENCE INC.

By: FAUSTINO CAMAFREITA
President

ACCEPTED
BY:

FAUSTINO CAMAFREITA
Resident and Registered Agent
5244 SW 89th Avenue
Miami, Fl 33165

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TALLAHASSEE, FLORIDA

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