

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
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Attn: Jeff Netherton

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*****87.50 *****87.50

CORPORATION(S) NAME

Florida C-Marts Management, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input checked="" type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
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04/23/99

no conflict w/
MAQ-539
same officers

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DIVISION OF CORPORATIONS
99 APR 23 AM 8:54
4/26

RECEIVED
99 APR 23 PM 3:44

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

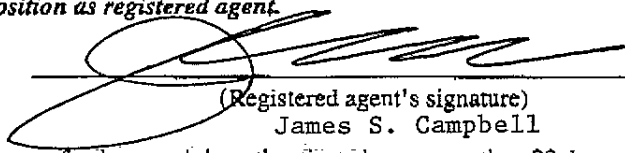
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Florida G-Marts Management, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. North Carolina
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. April 16, 1999
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. May 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 400 West Main Street, Suite 300
Durham, North Carolina 27701
(Current mailing address)
8. Operate and Manage Convenience Stores
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)
Name: James S. Campbell
Office Address: 3 West Garden Street, 6th Floor
Pensacola, Florida, 32501
(Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)
James S. Campbell

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Director:

~~Chairman:~~ Donald R. Draughon, Jr.

Address: 400 West Main Street, Suite 300

Durham, North Carolina 27701

Director:

~~Vice Chairman:~~ Thomas G. Turner

Address: 400 West Main Street, Suite 300

Durham, North Carolina 27701

Director: Eugene B. Horne

Address: 400 West Main Street, Suite 300

Durham, North Carolina 27701

Director: H. Dean Cline

Address: 400 West Main Street, Suite 300

Durham, North Carolina 27701

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Donald R. Draughon, Jr.

Address: 400 West Main Street, Suite 300

Durham, North Carolina 27701

Vice President: Thomas G. Turner

Address: 400 West Main Street, Suite 300

Durham, North Carolina 27701

Secretary: Thomas G. Turner

Address: 400 West Main Street, Suite 300

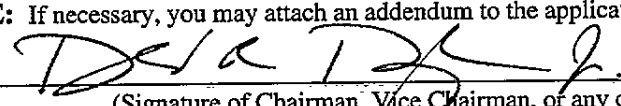
Durham, North Carolina 27701


Treasurer: Thomas G. Turner

Address: 400 West Main Street, Suite 300

Durham, North Carolina 27701

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Donald R. Draughon Jr.  President
(Typed or printed name and capacity of person signing application)

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STATE OF NORTH CAROLINA



Department of The
Secretary of State

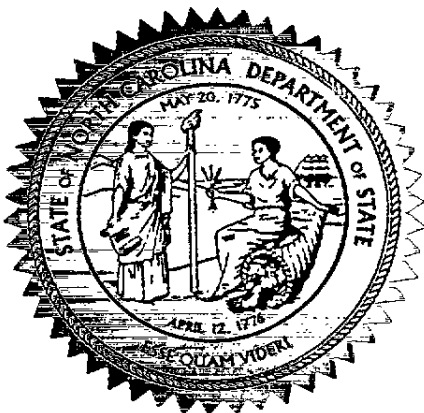
CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, *Secretary of State of the State of North Carolina*, do hereby certify that

FLORIDA C-MARTS MANAGEMENT, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 16th day of April, 1999, with its period of duration being perpetual.

I **FURTHER** *certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.*



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 19th day of April, 1999.

Elaine F. Marshall

Secretary of State

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