

P000000 74970
TRANSMITTAL LETTER

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

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-08/03/00--01063--014
****131.25 ****87.50

SUBJECT: PALM BAY CONVENIENCE STORE, INC
(Proposed corporate name - must include suffix)

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

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: NICK MANTECON ACCOUNTING
Name (printed or typed)
7856 N.W. 194TH St
Address
HIALEAH, FL 33015-6351
City, State & Zip
(305) 829-0309
Daytime Telephone number

FILED
09 AUG - 3 AM 11: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

gr/s

ARTICLES OF INCORPORATION
OF
PALM BAY CONVENIENCE STORE, INC

FILED
00 AUG -3 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

NAME;

ADDRESS:

PALM BAY CONVENIENCE STORE, INC

780 N.E. 69TH ST # 2406
MIAMI, FL 33138

ARTICLE II DURATION

This Corporation shall have perpetual existence comencing on the date this Articles of Incorporation are filed with the Florida Secretary of State.

ARTICLE III PURPOSE

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

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED AGENT

The name and Street Address of the initial registered agent and Office of this Corporation is:

RAMI R. TALHAMI
780 N.E. 69TH St. # 2406
Miami, FL 33138

PALM BAY CONVENIENCE STORE, INC

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have One (1) Director initially and One(1) Officers.

The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than One(1)

The name and address of the initial Director and Officers of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
RAMI R TALHAMI Titles: Director/President Secretary/Treasurer	780 N.E. 69TH ST # 2406 Miami, FL 33138

ARTICLE VII - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder or Directors.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by Law.

ARTICLE IX - PREEMPTIVE RIGHTS

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

ARTICLE X - INCORPORATOR

The names and the addresses of the persons signing these Articles are:

RAMI R TALHAMI
780 N.E. 69TH St # 2406
Miami, FL 33138

PALM BAY CONVENIENCE STORE, INC

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this First day of August, 2000



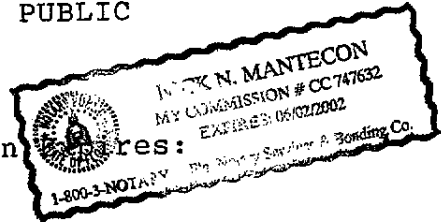
Rami R Talhami
Incorporator

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledge before me this FIRST day of AUGUST, ~~1999~~2000 by RAMI R TALHAMI (X) personally known to me or who has produced as identification

Wesley Mantecon
NOTARY PUBLIC

My Commision



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

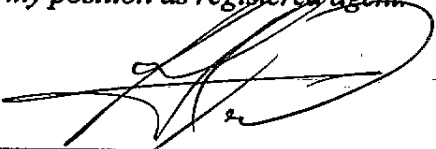
1. The name of the corporation is: PALM BAY CONVENIENCE STORE, INC

2. The name and address of the registered agent and office is:

RAMI R TALHAMI
(NAME)
780 N.E. 69ST # 2406
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
MIAMI, FL 33138
(CITY/STATE/ZIP)

FILED
08 AUG -3 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)

08/01/00
(DATE)