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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

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NAME: M & K INC.

AUDIT NUMBER.....H02000020874

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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W-2041

As per our telephone conversation yesterday, attached please find Articles of Incorporation for M & K of Clearwater, Inc. We initially filed as M & K, Inc. but the name was rejected. I did a search for M & K of Clearwater, Inc. and that name is available.

Please accept these Articles as replacement for M & K, Inc. as we want to keep our original file date of January 24, 2002.

FILED  
02 JAN 24 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BM 2/21

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ARTICLES OF INCORPORATION  
OF  
**M & K OF CLEARWATER, INC.**

FILED  
02 JAN 24 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of incorporation for such corporation:

ARTICLE I - NAME. The name of this corporation is **M & K OF CLEARWATER, INC.**

ARTICLE II - DURATION. This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE III - BUSINESS. This Corporation is organized to operate a convenience store and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK. The maximum number of shares of stock authorized to be issued by this Corporation is 7500 shares of capital stock at \$1.00 par value, all of which shall have the same rights and privileges. Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such

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meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

ARTICLE V - PRE-EMPTIVE RIGHTS. The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, but in either case only as such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT. The street address of the principal office of this corporation is:

6201 150<sup>th</sup> Avenue  
Clearwater, Florida

The name and address of the Registered Agent of this Corporation is:

Raoul Chapalamadugu  
6201 150<sup>th</sup> Avenue  
Clearwater, Florida

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The corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town, in this state or any other State or County, as may be approved by its Board of Directors.

ARTICLE VII - INITIAL BOARD OF DIRECTORS. This corporation shall have one (1) Director initially. The number of Directors be either 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 directors of this Corporation is:

NAME  
Raoul Chapalamadugu

ADDRESS  
6201 150<sup>th</sup> Avenue  
Clearwater, Florida

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 - AMENDMENT. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR. The name and address of the person signing these Articles of Incorporation is:

Raoul Chapalamadugu  
6201 150<sup>th</sup> Avenue  
Clearwater, Florida

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation of this 24<sup>th</sup> day of January, 2002.

  
**Raoul Chapalamadugu**

STATE OF FLORIDA ) §  
COUNTY OF PINELLAS )

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and  
County set forth above, **Raoul Chapalamadugu**, personally appeared known to me to  
be the person who executed the foregoing Articles of **M & K OF CLEARWATER, INC.**  
and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in  
Pinellas County, Florida, this 24<sup>th</sup> day of January, 2002.

My Commission Expires:

  
Notary Public

Notary Public State of Florida  
**IDAMAE WEBER**

Printed Notary Signature

Commission # **CC737489**  
Expires **5/20/2002**

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for  
**M & K OF CLEARWATER, INC.**

  
**Raoul Chapalamadugu**

STATE OF FLORIDA )  
                          )  
COUNTY OF PINELLAS )

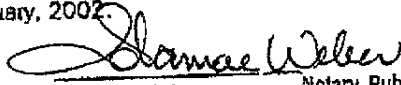
BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and  
County set forth above personally appeared, **Raoul Chapalamadugu**, known to me to  
be the person who executed the foregoing Acceptance of Designation as Registered Agent,  
and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in  
Pinellas County, Florida, this 27<sup>th</sup> day of January, 2002.

My Commission Expires:

Notary Public

Printed Notary Signature

  
Notary Public State of Florida  
**IDAMAE WEBER**  
Commission # **CC734489**  
Expires **5 / 20 / 2002**

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chaplomadugu articles M&K

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**02 JAN 24 PM 1:21**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**