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SECRETARY OF STATE
TALLAHASSEE FLORIDA

May 2, 2002

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

100005508301--7
-05/14/02--01028--001
*****70.00 *****70.00

Re: HIEND INVESTMENTS, INC.

Please find enclosed an original and one copy of the Articles of Incorporation and funds in the amount of \$70.00 for filing fees in connection with the captioned.

After filing, please return the copy to:

MARION PANELLA
5223 CRESTHAVEN BLVD., APT. "A"
WEST PALM BEACH, FL 33415
(561) 968-8086

Thank you,

MPanella

Marion Panella

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF

HIEND INVESTMENTS, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida Business Corporation Act.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is:

HIEND INVESTMENTS, INC.

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - GENERAL PURPOSE

1. The operation and management of convenience stores.
2. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable, in order to accomplish the foregoing, including borrowing or raising money for any purpose of the corporation, securing same, mortgaging all or any part of the corporate property, and to create, issue, draw and accept and negotiate bonds, mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - ADDRESS

The principal place of business and the mailing address for

this corporation is:

5709 N. Australian Avenue
West Palm Beach, Florida 33407

The name and address of the initial registered agent is:

SALEH D. AHMAD
5709 N. Australian Avenue
West Palm Beach, Florida 33407

ARTICLE VI - DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is One. The name and address of each person who is to serve as a member of the initial Board of Directors and the officers of the corporation who shall hold office for the first year of the existence of the corporation, or until their successors are elected or appointed and have qualified are as follows:

NAME	SALEH D. AHMAD
ADDRESS	5709 N. Australian Ave., West Palm Beach, FL 33407
OFFICE	President, Secretary and Treasurer

ARTICLE VII

It is the intention of the incorporators of this corporation that the first Board of Directors adopt the plan under Sections 1371-1379 (Subchapter S) of the Internal Revenue Code allowing a "small business corporation" to have its income taxed directly to its shareholders.

ARTICLE VIII

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net value thereof. If the corporation fails or refuses to make satisfactory arrangements for the purchase of such shares within thirty (30) days from written notice thereof, the stockholder shall have the right to dispose of his shares as he sees fit.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

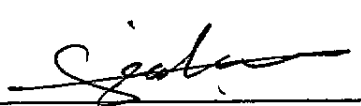
"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation. A copy of such Articles is on file at the principal office of the corporation."

ARTICLE IX

The name and address of each incorporator is:

SALEH D. AHMAD
5709 N. Australian Avenue
West Palm Beach, Florida 33407


Executed by the undersigned at West Palm Beach, Florida on this 1st day of May, 2002.



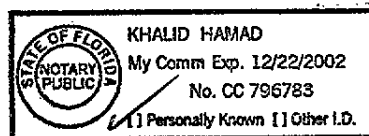
Saleh D. Ahmad

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation was acknowledged before me this 1st day of May, 2002 by SALEH D. AHMAD, who is personally known to me and known to be the person described as Subscriber.



Notary Public



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CERTIFICATE OF DESIGNATION

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 Agent/Registered Office in the State of Florida.

1. The name of the corporation is:

HIEND INVESTMENTS, INC.

2. The name of the Registered Agent and Office is:

Saleh D. Ahmad
5709 N. Australian Avenue
West Palm Beach, Florida 33407

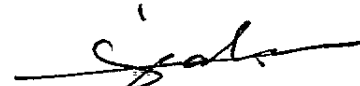


Saleh D. Ahmad

Title: President

Date: May 1, 2002

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 and I am familiar with and accept the obligations of my position as Registered Agent.



Saleh D. Ahmad