

**Electronic Articles of Incorporation
For**

P06000097024
FILED
July 24, 2006
Sec. Of State
bmcknight

FILL-UPS FOOD STORES II, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FILL-UPS FOOD STORES II, INC.

Article II

The principal place of business address:

806 HWY 98 WEST
CRESTVIEW, FL. US 32536

The mailing address of the corporation is:

806 HWY 98 WEST
CRESTVIEW, FL. US 32536

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

RYAN E PHILLIPS
806 HWY 90 WEST
CRESTVIEW, FL. 32536

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: RYAN E. PHILLIPS

Article VI

The name and address of the incorporator is:

FILL-UPS FOOD STORES, INC.
806 HWY 90 WEST

CRESTVIEW, FL 32536

Incorporator Signature: RYAN E. PHILLIPS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
RYAN E PHILLIPS
806 E. HWY 90 WEST
CRESTVIEW, FL. 32536 US

Title: VP,
DEBORA PHILLIPS
806 E. HWY 90 WEST
CRESTVIEW, FL. 32536

Article VIII

The effective date for this corporation shall be:

07/18/2006