

209000079398

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000206573 3)))



H09000206573ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : FOWLER, WHITE 2
Account Number : I19990000148
Phone : (813) 228-7411
Fax Number : (813) 228-9401

FILED
09 SEP 23 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

109-1721

FLORIDA PROFIT/NON PROFIT CORPORATION

Asza, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SP 9/24/09

RECEIVED
09 SEP 23 PM 4:43
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

Fax Audit Number: H09000206573 3

**ARTICLES OF INCORPORATION
OF
ASZA, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation (the "Corporation"):

**ARTICLE I
Name**

The name of the Corporation is Asza, Inc.

**ARTICLE II
Initial Principal Office and Mailing Address**

The Corporation's initial principal office and mailing address is 20073 U.S. Highway 19 North, Clearwater, Florida 33764-6020.

**ARTICLE III
Shares**

The Corporation shall have authority to issue 10,000 common shares of capital stock with a par value of \$0.01 per share.

**ARTICLE IV
Initial Registered Agent and Office**

The street address of the Corporation's initial registered office is 20073 U.S. Highway 19 North, Clearwater, Florida 33764-6020, and the name of the Corporation's initial registered agent at that address is Abdesslam Lahlou-Amine.

**ARTICLE V
Incorporator**

The name and address of the incorporator are:

Name

Address

Hunter J. Brownlee

501 E. Kennedy Blvd., Suite 1700
Tampa, FL 33602

Fax Audit Number: H09000206573 3

09 SEP 23 PM 2:24
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit Number: H09000206573 3

ARTICLE VI
Initial Directors

The Corporation initially shall have one (1) director, whose name and address are:

Name:

Address:

Abdesslam Lahlou-Amine

20073 U.S. Highway 19 North
Clearwater, Florida 33764-6020

ARTICLE VII
No Preemptive Rights or Cumulative Voting

Both preemptive rights and cumulative voting with respect to the Corporation's shares of capital stock shall be prohibited.

ARTICLE VIII
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VII is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE IX
Special Provisions

(a) Notwithstanding anything herein to the contrary and unless otherwise required by state law, the sole shareholder(s) of this Corporation shall be the "Franchisee(s)." For purposes of this document, "Franchisee(s)" shall mean and include (a) the original signatory(ies), as franchisee, to the 7-Eleven Store Franchise Agreement(s) ("Franchise Agreement(s)") intended to be, or having

Fax Audit Number: H09000206573 3

been, assigned to this Corporation; and (b) anyone added as a franchisee by amendment to the Franchise Agreement(s); however, "Franchisee(s)" shall exclude anyone who was an original signatory or who was later added as a franchisee but who has subsequently been deleted as a franchisee by amendment to the Franchise Agreement(s). Further, each "Franchisee," during the time such person is a "Franchisee," and only while a "Franchisee," must be a shareholder of this Corporation.

(b) Notwithstanding anything herein to the contrary, this Corporation is a single-purpose corporation, the single purpose being the operation of one or more 7-Eleven stores in accordance with one or more Franchise Agreements.

(c) The following restrictive legend must appear clearly and legibly on each stock certificate issued by the Corporation:

"No shares of this Corporation may be issued, encumbered, assigned, held or transferred except with the prior written consent of 7-Eleven Inc., a Texas corporation, and no shares may be held by anyone other than the "Franchisee(s)," as defined in the Articles of Incorporation of this Corporation. However, shares may be owned by the fiduciary of the estate of a deceased shareholder pending an approved transfer. These restrictions may not be amended, repealed or revoked except with the prior written consent of 7-Eleven Inc."

(d) These Articles of Incorporation may not be revised, amended or repealed except with the prior written consent of 7-Eleven, Inc., a Texas corporation.

ARTICLE X

Effective Date

The effective date of filing of these Articles of Incorporation shall be September 23, 2009.

Dated this 23rd day of September, 2009.

/s/ Hunter J. Brownlee
Hunter J. Brownlee
Incorporator

Fax Audit Number: H09000206573 3

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for Asza, Inc., at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 23rd day of September, 2009.

REGISTERED AGENT:

/s/Abdesslam Lahlou-Amine
Abdesslam Lahlou-Amine

42345402v1

FILED
09 SEP 23 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA