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COR AMND/RESTATE/CORRECT OR O/D RESIGN
ASZA, INC.

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|-----------------------|---------|
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*Amended
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CC
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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF ASZA, INC.**

Pursuant to the provisions of Sections 607.1001, 607.1003, and 607.1007 of the Florida Business Corporation Act, the undersigned corporation, Asza, Inc., approves and adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is Asza, Inc.

ARTICLE II

Principal Office and Mailing Address

The Corporation's principal office and mailing address is 11015 Bloomingdale Avenue, Riverview, FL 33578.

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

Registered Agent and Office

The street address of the Corporation's registered office is 11015 Bloomingdale Avenue, Riverview, FL 33578, and the name of the Corporation's registered agent at that address is Abdesslam Lahlou-Amine.

ARTICLE V

Directors

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

Name:

Address:

Abdesslam Lahlou-Amine

11015 Bloomingdale Avenue,
Riverview, FL 33578

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ARTICLE VI**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 VII**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 VIII**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 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.

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(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.

Dated this 22nd day of September, 2010.



Abdesslam Lahlou-Amine
President and Sole Director of Asza, Inc.

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**CERTIFICATE TO AMENDED AND RESTATED ARTICLES OF
INCORPORATION OF ASZA, INC.**

Pursuant to the provisions of Section 607.1007(4) of the Florida Business Corporation Act, it is hereby certified that:


FIRST: The name of the corporation is Asza, Inc. (the "Corporation").

SECOND: The Amended and Restated Articles of Incorporation that this certificate accompanies contain amendments to the Corporation's articles of incorporation that do not require shareholder approval.

THIRD: The Amended and Restated Articles of Incorporation were duly approved and adopted in accordance with Section 607.1002 of the Florida Business Corporation Act on September 22, 2010 by the unanimous vote of the board of directors of the Corporation representing the number of votes sufficient to approve the Amended and Restated Articles of Incorporation of the Corporation and the amendments contained therein.

FOURTH: The following Amended and Restated Articles of Incorporation shall be the articles of incorporation of the Corporation.

ASZA, INC.

By: 
Abdesslam Lahlou-Amine
President and Sole Director of Asza, Inc.

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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 22nd day of September, 2010.

REGISTERED AGENT:


Abdesslam Lahlou-Amine

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