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Inc.

1. Threake, Inc.
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

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SPECIAL INSTRUCTIONS:

ARTICLES OF INCORPORATION
OF
THREEKE, INC

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is THREEKE, INC

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. The purpose for which this Corporation is organized is:

1. 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.
2. Notwithstanding anything herein to the contrary and unless otherwise required by State law, the sole shareholder(s) of the Corporation shall be the "Franchises(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 Agreements(s), ["Franchise Agreements(s)"] intended to be, or having been, Assigned to this Corporation; and (b) anyone added as a franchisee by amendment To the Franchise Agreements(s); however, "Franchisee(s)" shall exclude anyone who was an original signatory or who was later added as a franchisee but who was subsequently been deleted as a franchisee by amendment to the Franchise Agreements(s). Further, each "Franchisee," during the time such person is a 'Franchisee,' and only while a "Franchisee," must be a shareholder of this Corporation.

ARTICLE IV:

1. These Articles of Incorporation may not be revised, amended or except with the prior written consent of 7-Eleven, Inc, a Texas Corporation.
- 2 . Preemptive rights and cumulative voting are prohibited.
3. The following restrictive legend must appear clearly and legibly on each stock certificate:

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"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."

ARTICLE V. CAPITAL STOCK

The aggregate number of shares, which the corporation has authority to issue, is FIVE HUNDRED (500), all of which shall be common shares with par value of ONE DOLLAR.

ARTICLE VI. REGISTERED AND PRINCIPAL OFFICE

The Street and mailing address of the initial registered and principal office of the corporation is 30 N. Summerlin Avenue, Orlando, FL 32801 and the name of the initial registered agent at that address is Balbir Singh.

ARTICLE VII. DIRECTORS

The Board of Directors of the corporation shall consist of not less than one member. The name and address of the first Board of Directors are:

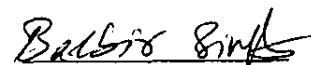
Balbir Singh
30 N. Summerlin Avenue
Orlando, FL 32801

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporators is:

BALBIR SINGH
Pres/Secy
30 N. Summerlin Avenue
Orlando, FL 32801

IN WITNESS WHEREOF, I have subscribed my name this 29th day of May, 2010.


BALBIR SINGH

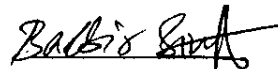
CERTIFICATE DESIGNATING THE ADDRESS
AND THE AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That THREEKE, INC desiring to organize under the laws of the State of Florida, which will have its principal office in ORANGE COUNTY, Florida has named BALBIR SINGH, located at 30 N. Summerlin Avenue, Orlando, FL 32801 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of registered agent for the said corporation, and agree to comply with the applicable provisions of the Florida Statutes, this 29th day of May 2010.


BALBIR SINGH

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