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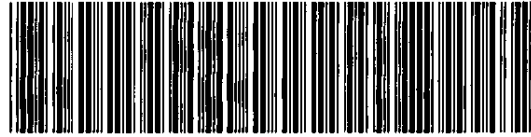
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 JUL -1 PM 4:14

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**ARTICLES OF INCORPORATION
OF
SJ YOUNG CORPORATION**

10 JUL -1 PM 4: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – CORPORATE NAME

The name of this corporation is: SJ YOUNG CORPORATION

ARTICLE II – PURPOSE

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.

ARTICLE III – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is: 290 Lakeland Park Blvd. @ Socrum Loop, Lakeland, Florida 33809.

ARTICLE IV – CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock, par value One Dollar (\$1.00). All stock certificates shall contain the following restrictive legend:

“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 These restrictions may not be amended, repealed or revoked except with the prior written consent of 7-Eleven, Inc.”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 – INITIAL REGISTERED AGENT AND OFFICE

Notwithstanding anything herein to the contrary, the registered agent of this corporation shall be a Franchisee; however, if that Franchisee is not a resident of the state where this corporation is formed, another person approved by 7-Eleven Inc. shall be named as the registered agent.

The name and address of the initial registered agent is: Stephen Young, 290 Lakeland Park Blvd. @ Socrum Loop, Lakeland, Florida 33809.

ARTICLE VI – INCORPORATOR

The name and address of the sole incorporator to these Articles of Incorporation is: Stephen Young, 290 Lakeland Park Blvd. @ Socrum Loop, Lakeland, Florida 33809.

ARTICLE VII – OFFICERS AND DIRECTORS

The name and address of the officers and directors to this corporation are: President: Stephen Young, 290 Lakeland Park Blvd. @ Socrum Loop, Lakeland, Florida 33809.

ARTICLE VIII – SHAREHOLDERS

Notwithstanding anything herein to the contrary and unless otherwise required by state law, the sole shareholder(s), director(s), and officer(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” 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, director and officer of this corporation.

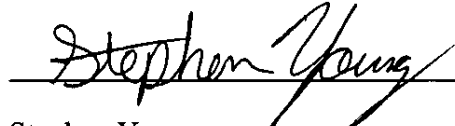
ARTICLE IX – VOTING RIGHTS AND PREEMPTIVE RIGHTS

Preemptive rights, voting trusts, cumulative voting, use of proxies or agents, and voting by pledgees or receivers are prohibited.

ARTICLE X – AMENDMENTS

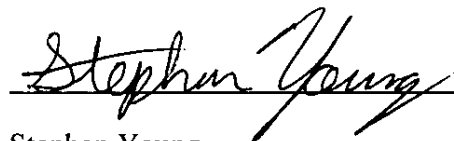
These Articles of Incorporation may not be revised, amended or repealed except with the prior written consent of 7-Eleven, Inc., a Texas corporation, and any attempt to revise, amend or repeal them without such consent shall be null and void and of no effect.

The undersigned have executed have executed these Articles of Incorporation on the 28th day of June, 2010.


Stephen Young

Acceptance by Resident Agent

Having been named as registered agent and designated to accept service of process for the above corporation, 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 obligations of my position as registered agent.


Stephen Young

APPROVED
AND
FILED
10 JUL -1 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Florida

COUNTY OF Polk

I, Stephen Young, Secretary of SJ Young Corporation do hereby certify that on June 28th, 2010, at a meeting of its Board of Directors, at which meeting a quorum of said Board was present and acting, or by unanimous written consent, the attached Bylaws were duly and unanimously enacted and such Bylaws have not been amended or revoked, and remain in full force and effect.

CERTIFIED on this 28th day of June, 2010.

Stephen Young

(Signature of Secretary)

Stephen Young

(Name of Secretary)

SJ Young Corporation

(Name of Corporation)