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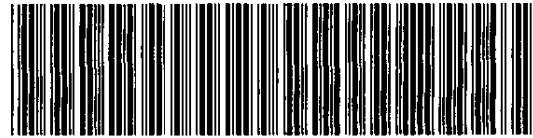
(Business Entity Name)

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TALLAHASSEE, FLORIDA

MD 11/10

OFFICES:

Winter Park, FL
DeBary, FL
Port Orange, FL

Al Cheneler, P.A.
Attorney at Law

Bar Certified Real Estate Specialist
Certified Public Accountant
Serving Florida since 1985

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Winter Park, FL 32789

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alcheneler@mindspring.com

November 1, 2010

Department of State
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

Re: UPSALA, Inc.

For the above-referenced corporation, enclosed please find the following:

1. Original signed Articles of Incorporation;
2. One copy of the Articles of Incorporation; and
3. Check in the amount of \$78.75 for the filing fee and a certified copy.

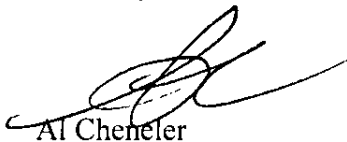
Please return the certified copy of the Articles of Incorporation to this office as soon as possible.

For future annual report notification, please use the following e-mail address:

alexdegan10@gmail.com

Should you have any questions or need additional information, please contact our office.

Sincerely,



Al Cheneler

Enclosures

**ARTICLES OF INCORPORATION
FOR
UPSALA, INC.**

The undersigned incorporator, for the purpose of forming a Florida profit corporation, in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit), hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

UPSALA, INC.

Article II

The principal place of business and mailing address (street address) of the corporation is:
3216 Alamo Dr.
Orlando, FL 32805

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 "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 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 has 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 repealed 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:
"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

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TALLAHASSEE, FLORIDA

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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."

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Article V

The number of shares the corporation is authorized to issue is:
7,500

Article VI

The name and Florida street address of the registered agent is:
Alex Degan
3216 Alamo Dr.
Orlando, FL 32805

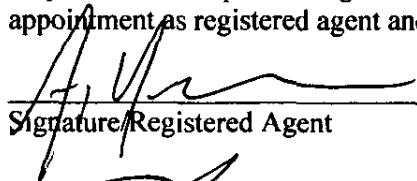
Article VII

The name and address of the incorporator is:
Al Cheneler
2265 Lee Road
Suite 125
Winter Park, FL 32789

Article VIII

The initial officer(s) and/or director(s) of the corporation is/are:
Title: PST
Alex Degan
3216 Alamo Dr.
Orlando, FL 32805

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent



Date



Signature/Incorporator



Date