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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : CORPORATE ACCESS, INC.
Account Number : FCA000000011
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**FLORIDA PROFIT/NON PROFIT CORPORATION
GREWAL ENTERPRISES, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The Name of the Corporation shall be: Grewal Enterprises, Inc.

ARTICLE II - Principle Office

The principle street address and mailing address of the Corporation is:

Principle Office Address:
8250 World Center Drive
Orlando, FL 32821

Mailing Address:
8250 World Center Drive
Orlando, FL 32821

ARTICLE III - Purpose

The purpose for which the corporation is organized is:

The operation of one or more 7-Eleven stores in accordance with one or more Franchise Agreements.

ARTICLE IV - Shares

The number of shares of Common stock is:

1500 Shares at \$0.01 par value.

ARTICLE V - Initial Officers and/or Directors

Lakhwinder S. Grewal
8250 World Center Drive
Orlando, FL 32821

ARTICLE VI

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.

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ARTICLE VII

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 VIII

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 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."

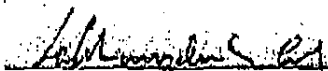
ARTICLE X

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 XI

Both preemptive rights and cumulative voting are prohibited.

ARTICLE XII - Incorporator


Lakhwinder S. Grewal
8250 World Center Drive
Orlando, FL 32821

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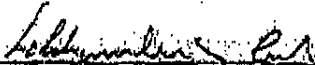
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - Registered Agent

The name and Florida street address of the registered agent is:

Lakhwinder S. Grewal
8250 World Center Drive
Orlando, FL 32821

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



Registered Agent's Signature

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