Florida Department of State

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FLORIDA PROFIT/NON PROFIT CORPORATION

Meyley Enterprises Inc.

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Meyley Enterprises Inc.

ARTICLES OF INCORPORATION

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OF

Meyley Enterprises Inc.

The undersigned natural person of the age eighteen (18) years or more, acting as incorporator of a forprofit corporation (herein "Corporation") in compliance with the laws of the state of Florida, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the corporation is: Meyley Enterprises Inc.

ARTICLE TWO

The Period of its duration is perpetual

ARTICLE THREE

Notwithstanding anything herein to the contrary, this corporation is a single purpose corporation, the single purpose being the operation of one or more 7-Elven stores in accordance with one or more Franchise Agreements.

ARTICLE FOUR

The aggregate number of shares which the Corporation shall have authority to issue is 1,000,000 shares of common stock, each having \$1.00 par value per share.

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. 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 These restrictions may not be amended, repealed or revoke except with the prior written consent of 7-Eleven, Inc., Texas corporation."

ARTICLE FIVE

The Corporations will not commence business until it has receives for the issuance of its shares consideration of its value of at least One Thousand Dollars (\$1,000.00), consisting of money, labor done, or property actually received.

Mayley Enterprises Inc.

ARTICLE SIX

The initial registered agent is an individual resident of the state of Florida whose name is set forth below:

Scott Andrew Meyers

Then Business address of the registered agent and the registered office address are: 4700 Smithfield Road Melbourne FL 32934

The Principal place of business and the mailing address of the corporation is: 4700 Smithfield Road Melbourne Florida 32934

There registered office is physically located in the city of Melbourne

ARTICLE SIX

Section 1. <u>Initial Directors</u> The initial Board Of Directors shall consist of one (1) member and the names and address of the person who is serve as Director until the First annual meeting of the shareholders or until their successors are elected and qualified is:

Scott Andrew Meyers
4700 Smithfield Road Melbourne FL 32934

Section 2. <u>Number and Qualifications</u> The number and qualification of directors constituting the Board of Directors of the Corporation will be fixed or determined in the manner provided in the Bylaws of the Corporation. The number of Directors may be increased or decreased from time to time in the manner set forth in the Bylaws of the Corporation.

ARTICLE EIGHT

Provisions for the regulations of the internal affairs of the Corporation will include the following, but such enumeration is not in limitation of the power of the shareholders or the Board of Directors to formulate in the Bylaws, By resolution, or any other manner any other lawful provision nit inconsistent with law or these article:

- Section 1. Voting Each Outstanding shares, regardless of class, will be entitled to one vote on each matter submitted to a vote of shareholders. At each election of directors every shareholder entitled to vote at such election will be entitled to vote, in person or by proxy, the number of shares owned by him for each director for whose election he has a right to vote. Cumulative voting is prohibited except as required by law.
- Section 2. Bylaws The Board of Directors will adapt the initial Bylaws. And from time to time may alter, amend or repeal any Bylaws adopted by the Board of Directors or may adopt new Bylaws.
- Section 3. <u>Denials of Preemptive Rights</u> Preemptive rights are prohibited except as required by law.
- Section 4. <u>Limitation Of Liability</u> A director of the Corporation shall not be liable to the corporation or the shareholders for monetary damages for an act or omission in the director's capacity as a director to the fullest extent allowable under Florida Law, except that this section shall not eliminate or limit the liability of a director for: (i) a breach of director's duty of loyalty to the Corporation or its

Meyley Enterprisés inc.

shareholders; (ii) an act or omission not in good faith or that involves intentional misconduct or knowing violation of the law; (iii) a transaction from which a director received an improper benefit resulted from an action taken within the scope of the director's office; (iv) an act or omission for which the liability of a director is expressly provided for by statute or (v) an act related to an unlawful stock repurchase or payment of a dividend.

Section 5. <u>Revidion</u>, <u>Amendment or Repeal</u> 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 NINE

Notwithstanding anything herein to the contrary and unless otherwise required by federal or state law, the sole shareholder(s) of this corporation shall 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 baving 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.

ARTICLE TEN

The name and address of the incorporator is:

Scott Andrew Meyers 4700 Smithfield Road Melbourne FL 32934

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

Excuted on December 9, 2011

Scott Andrew Meyers, Registered Agent

Scott Andrew Meyers, Incorporator

SECRETARY OF STATE

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