

P/2000011662

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

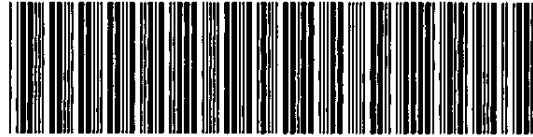
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000223090330

02/27/12--01047--037 \*\*43.75

*Amended And  
Restated Art*

**FILED**  
12 FEB 27 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FEB 28 2012  
T. ROBERTS

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: CONVENISYS, INC.

DOCUMENT NUMBER: P12000011662

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

TAHIR RASHID

Name of Contact Person

CONVENISYS, INC.

Firm/ Company

2295 S HIAWASSEE RD

Address

ORLANDO, FL 32835

City/ State and Zip Code

tahir15962@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

TAHIR RASHID

Name of Contact Person

at ( 229 ) 869-4416

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☒ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

# AMENDED AND RE STATED ARTICLES

OF

CONVENISYS, INC.

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

## ARTICLE ONE

The name of the Corporation is CONVENISYS, 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 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 FOUR

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of common stock.

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

FILED  
12 FEB 27 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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., a Texas corporation."

#### **ARTICLE FIVE**

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

TAHIR RASHID

The business address of the registered agent and the registered office address is:

2295 S HIAWASSEE RD  
SUITE 213  
ORLANDO, FL. 32835

The principal place of business and the mailing address of the corporation is:

2295 S HIAWASSEE RD  
SUITE 213  
ORLANDO, FL. 32835

The registered office is physically located in the city of Orlando.

#### **ARTICLE SIX**

**Section 1. Initial Directors.** Initial officer(s) and/or Director(s) of the corporation is/are:

Title: P  
TAHIR RASHID  
2295 S HIAWASSEE RD  
SUITE 213  
ORLANDO, FL. 32835

Title: SEC  
TAHIR RASHID  
2295 S HIAWASSEE RD  
SUITE 213  
ORLANDO, FL. 32835

**Section 2. Number and Qualification.** The number and qualifications 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 SEVEN**

Provisions for the regulation 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 proper manner any other lawful provision not inconsistent with law or these articles:

**Section 1. Voting.** Each outstanding share, 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 adopt the initial Bylaws, and from time to time may alter, amend or repeal the Bylaws or adopt new Bylaws; but the shareholders from time to time may alter, amend or repeal any Bylaws adopted by the Board of Directors or may adopt new Bylaws.

**Section 3. Denial of Preemptive Rights.** Preemptive rights are prohibited except as required by law.

**Section 4. Limitation of Liability.** 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 a director's duty of loyalty to the Corporation or its shareholders; (ii) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which a director received an improper benefit, whether or not the 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. Revision, Amendment or Repeal.** 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 EIGHT**

Notwithstanding anything herein to the contrary and unless otherwise required by federal or 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.

**ARTICLE NINE**

The name and address of the incorporator is:

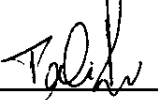
TAHIR RASHID  
2295 S HIAWASSEE RD  
SUITE 213  
ORLANDO, FL. 32835

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.

Executed on February 02, 2012.



\_\_\_\_\_  
TAHIR RASHID, Registered Agent



\_\_\_\_\_  
TAHIR RASHID, Incorporator

Articles of Amendment  
to  
Articles of Incorporation  
of

CONVENISYS INC

(Name of Corporation as currently filed with the Florida Dept. of State)

P12000011662

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

N/A

(Florida street address)

New Registered Office Address:

/  
(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

N/A

Signature of New Registered Agent, if changing



**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

X Change                      PT      John Doe

X Remove                      V      Mike Jones

X Add                              SV      Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

**E. If amending or adding additional Articles, enter change(s) here:**  
(attach additional sheets, if necessary). (Be specific)

ram Please see the attached articles of corporation.  
The articles of corporation are re-stated and submitted  
for your approval. The Certified copy may please be  
provided, the requisite fee is submitted.

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares,  
provisions for implementing the amendment if not contained in the amendment itself:**  
(if not applicable, indicate N/A)

There is an amendment in Article Four:

Number of shares may please be changed from  
100 ~~to~~ 1000.

The date of each amendment(s) adoption: Feb. 22nd, 2012

Effective date if applicable: Feb. 22nd, 2012  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by ONE  
(voting group)"

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated Feb. 22nd 2012

Signature

Tahir Rashid  
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

TAHIR RASHID  
(Typed or printed name of person signing)

PRESIDENT  
(Title of person signing)