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TO TO THE STATE OF THE STATE OF



# **COVER LETTER**

Department of State New Filing Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:M	UG OF VOLUSIA, INC.			
	(PROPOSED CORPO	RATE NAME – <u>MUST INC</u>	LUDE SUFFIX)	
Enclosed are an o	riginal and one (1) copy of the a	articles of incorporation ar	nd a check for:	
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL C	\$87.50  XXFiling Fee, Certified Copy & Certificate of Status  OPY REQUIRED	
FROM:	G. Larry Sims, Esquire	9		
	Na	me (Printed or typed)		
	1020 West Internation	al Speedway Bouleva	rd	
Address				
-	Daytona Beach, Florida Cid	a 32114 y, State & Zip		
-	386-253-1111 Daytime	Telephone number		
_	lsims@doranlaw.com E-mail address: (to be u	sed for future annual report	t notification)	

NOTE: Please provide the original and one copy of the articles.

#### ARTICLES OF INCORPORATION

#### **OF**

# MJG OF VOLUSIA, INC.

THE UNDERSIGNED INCORPORATOR hereby makes, subscribes to, acknowledges and files these Articles of Incorporation for the purpose of organizing and incorporating a corporation for profit under the laws of the State of Florida.

# **ARTICLE I**

The name of the corporation shall be **MJG OF VOLUSIA**, **INC.** and it shall hereinafter be referred to as the "corporation". The principal place of business and mailing address of the Corporation shall be 106 Moonstone Court, Port Orange, FL 32129

#### ARTICLE II

The time and date of which corporate existence of this corporation shall begin is upon filing with the Secretary of State for the State of Florida, and this corporation shall have a continuous and perpetual existence thereafter.

# **ARTICLE III**

Notwithstanding anything 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. These Articles of Incorporation may not be re vised, amended or repealed except with the prior written consent of 7-Eleven, Inc., a Texas corporation.

# <u>ARTICLE IV</u>

Notwithstanding anything herein to the contrary and unless otherwise required by Florida law, the sole shareholder(s) of this corporation shall be the "Franchise(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.

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 hoed 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."

The aggregate number of shares which the corporation shall have authority to sue is:

100. These shares shall consist of one class only, and such class shall be known as "common stock" of the corporation. The shares shall have a par value of \$1.00 per share. Both preemptive and cumulative voting of such shares is prohibited.

### ARTICLE V

The street address and mailing address of the initial registered office of the corporation shall be: 106 Moonstone Court, Port Orange, Florida 32119. The name and address of the initial registered agent shall be: MICHELLE R. SIMPSON, 106 Moonstone Court, Port Orange, Florida 32129. The Registered Agent shall at all times be a "Franchisee" of 7-Eleven, Inc. To signify the acceptance of appointment as registered agent, the registered agent named in this Article has signed these Articles as required by law.

### **ARTICLE VI**

The number of directors who shall constitute the initial Board of Directors of the corporation shall be one (1), however the number of directors may be increased to more than one (1), but not more than three (3). However, notwithstanding anything to the contrary, all shareholder(s), director(s) and officer(s) of this corporation shall be the Franchisee(s) of 7-Eleven, Inc. 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. The name and officers of the person who is to serve as the member of the initial Board of Directors and Officers of the corporation is:

MICHELLE R. SIMPSON - PRESIDENT/SECRETARY 106 Moonstone Court, Port Orange, Florida 32129

# **ARTICLE VII**

The name and street address of the incorporator of the corporation is as follows:

MICHELLE R. SIMPSON - PRESIDENT/SECRETARY 106 Moonstone Court, Port Orange, Florida 32129

#### **ARTICLE VIII**

The mailing address of the corporation shall be 106 Moonstone Court, Port Orange, Florida 32129.

IN WITNESS WHEREOF, the undersigned incorporator, who is a natural person who is competent to contract under the laws of the State of Florida, by these presents does hereby execute, acknowledge and cause to be delivered to the Florida Department of State these Articles of Incorporation of: MJG OF VOLUSIA, INC., and she requests that the Department of State file these Articles of Incorporation as of the date and time indicated in Article II hereof, in accordance with Chapter 607, Florida Statutes; and accordingly the undersigned incorporator does hereby set his hand and seal at Daytona Beach, Volusia County, Florida, this 2<sup>nd</sup> day of February, 2012.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION

MICHELLE R. SIMPSON INCORPORATOR, PRESIDENT, DIRECTOR AND REGISTERED AGENT

STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing Articles of Incorporation of MJG OF VOLUSIA, INC., were acknowledged before me by MICHELLE R. SIMPSON, personally known to me to be the Incorporator and Director this 2<sup>nd</sup> day of February, 2012.

Notary Public

My Commission Expires: