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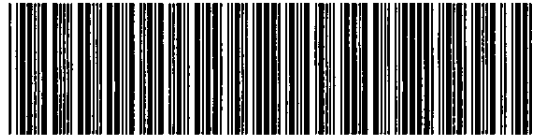
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2012 MAR 05 PM 12:37

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J. G. ... MAR 13 2012

**COVER LETTER**

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

**SUBJECT:** 32772 INVESTMENTS INC.  
**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

**FROM:** RAJWINDER SINGH DHALIWAL  
Name (Printed or typed)  
4563 PHILADELPHIA CIR.  
Address  
KISSIMMEE, FL 34746  
City, State & Zip  
949-295-4408  
Daytime Telephone number  
RSDHALIWAL99@YAHOO.COM  
E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION  
OF**

**32772 Investments Inc.**

The undersigned, acting as the incorporator of a corporation (hereinafter referred to as "Corporation") under the Florida Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I  
NAME**

The name of the corporation shall be "32772 Investments Inc."

**ARTICLE II  
PRINCIPAL OFFICE**

The principal street address of the corporation shall be 4400 Clark Rd. Sarasota, FL 34233.

The mailing address of the corporation shall be 4563 Philadelphia Cir., Kissimmee, FL 34746

**ARTICLE III  
PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE IV  
PURPOSE AND POWERS**

Section 1. The purpose for which this Corporation is organized is: The transaction of any or all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith, which are not forbidden by the Act, by other law, or by these Articles of Incorporation.

Section 2. The Corporation shall have and may exercise all powers necessary or convenient to effect its purpose including but not limited to the statutory powers specified in the appropriate sections of the Florida Code, as amended and supplemented.

**ARTICLE V  
AUTHORIZED SHARES**

Section 1. NUMBERS. The aggregate number of shares of common stock, which the Corporation shall have the authority to issue, is 100 shares. The stock shall have a \$1 Par Value.

Section 2. DIVIDENDS. The holders of the common stock shall be entitled to receive, when and as declared by the Board of Directors, as permitted by the Act, dividends or distributions payable either in cash, in property, or in shares of the capital stock of the Corporation.

Section 3. STOCK NONASSESSABLE. The private property of the shareholders of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the Corporation.

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Section 4. VOTING POWER. The entire voting power for the election of the Directors and for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them of record.

ARTICLE VI  
**PREEMPTIVE RIGHTS**

Shareholders of the Corporation shall have preemptive and preferential rights of subscription of any shares of the Corporation, whenever now or hereafter authorized, or to obligations convertible into stock of the Corporation, issued or sold, and the Board of Directors in issuing stock of the Corporation, or obligations convertible into stock, shall first offer such issue of stock or obligations to the shareholders of the Corporation.

ARTICLE VII  
**REGISTERED AGENT**

The name of the initial registered agent is **Rajwinder Singh Dhaliwal** and the address of the registered office is **4563 Philadelphia Cir., Kissimmee, FL 34746**.

ARTICLE VIII  
**BOARD OF DIRECTORS**

The number of Directors of the Corporation shall be as specified in the By-Laws. The number of Directors constituting the initial Board of Directors is (two) 1 and the name and address of the persons who are to serve as Directors until the first annual meeting or until their successors are elected and shall qualify is:

<u>Name</u>	<u>Address</u>
Rajwinder Singh Dhaliwal	<b>4563 Philadelphia Cir., Kissimmee, FL 34746</b>

ARTICLE IX  
**INCORPORATOR**

<u>Name</u>	<u>Address</u>
Rajwinder Singh Dhaliwal	<b>4563 Philadelphia Cir., Kissimmee, FL 34746</b>

ARTICLE X  
**SPECIAL PROVISIONS**

Section 1. The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

Section 2. Notwithstanding anything herein to the contrary and unless otherwise required by state law, the sole shareholders of this corporation shall be the "Franchisees." For purposes of this document, "Franchisees" shall mean and include (a) the original signatory, as franchisee, to the 7-Eleven Store Franchise Agreements ("Franchise Agreement") intended to be, or having been, assigned to this corporation; and (b) anyone added as a franchisee by amendment to the Franchise Agreements; however, "Franchisees" shall exclude anyone who

ARTICLES OF INCORPORATION – Page 2

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. Further, each "Franchisee" during the time such person is a "Franchisee," and only while a "Franchisee," must be a shareholder of this corporation.

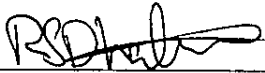
Section 3. Notwithstanding anything herein to the contrary, this corporation is a single-purpose corporation, the single purpose being this operation of one or more 7-Eleven stores in accordance with one or more Franchise Agreements.

Section 4. 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 "Franchisees," 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."

Section 5. These Articles of Incorporation may not be revised, amended or repealed except with the prior written consent of 7-Eleven, Inc., a Texas corporation.

Section 6. Both preemptive rights and cumulative voting must be prohibited.



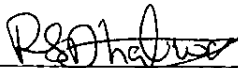
Rajwinder Singh Dhaliwal

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Having been named a 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



Signature/Incorporator

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3/6  
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3/12  
Date

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