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Division of Corporations  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
NINE GEMS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

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February 26, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

BARINAS & ASSOCIATES INC

SUBJECT: NINE GEMS, INC.  
REF: W13000011507

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Letter Number: 513A00004586

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## **ARTICLES OF INCORPORATION**

*The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### **ARTICLE I: NAME**

The name of the corporation shall be:

**NINE GEMS, INC.**

### **ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

#### **PHYSICAL ADDRESS:**

**909 S 78<sup>TH</sup> ST  
TAMPA, FL 33619**

#### **MAILING ADDRESS:**

**909 S 78<sup>TH</sup> ST  
TAMPA, FL 33619**

### **ARTICLE III: SHARES**

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is:

**1000 SHARES OF COMMON STOCK AT \$1.00 PAR VALUE**

### **ARTICLE IV: PURPOSE**

The purpose for which the organization is organized:

**This corporation is a single-purpose corporation in the operation of one or more 7-Eleven stores in accordance with one or more Franchise Agreements.**

**ARTICLE V: INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name and address of the initial registered agent is:

**VINAY KAUSHAL  
809 S 78<sup>TH</sup> ST  
TAMPA, FL 33619**

**ARTICLE VI: INCORPORATORS**

**VINAY KAUSHAL  
10906 BANYAN WOOD WAY  
RIVERVIEW, FL 33579**

**ARTICLE VII: OFFICERS/DIRECTORS**

**PTSD:  
VINAY KAUSHAL  
10906 BANYAN WOOD WAY  
RIVERVIEW, FL 33579**

**ARTICLE VIII: SHARES**

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.

The following restrictive legend must appear clearly and legibly on each stock certificate:

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"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."

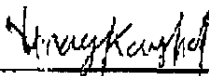
These Articles of Incorporation may not be revised, amended or repealed except with the prior written consent of 7-Eleven, Inc., a Texas corporation.

Both preemptive rights and cumulative voting must be prohibited.

**The undersigned incorporator (s) has (have) executed these Articles of Incorporation this:**

19<sup>th</sup> February  
\_\_\_\_\_ day of \_\_\_\_\_, 2013

**(An additional article must be added if an effective date is requested.)**



\_\_\_\_\_  
**Signature**

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE  
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

**The name of the corporation is:**

**NINE GEMS, INC.**

**The name and address of the registered agent and office is:**

**VINAY KAUSHAL**

**909 S 78<sup>TH</sup> ST**

**(P.O. BOX OR MAIL DROP BOX NOT ACCEPTABLE)**

**TAMPA, FL 33619**

**(CITY, STATE, ZIP)**

***Having been named as registered agent and service of process for the above  
stated corporation at the place designated in this certificate, I hereby accept  
the appointment as registered agent and agree to act in this capacity. I  
further agree to comply with the provisions of all statutes relating to the  
proper and complete performance of my duties, and I am familiar with and  
accept the obligations of my position as registered agent.***

  
**(SIGNATURE)**

**FEBRUARY 19, 2013**

**(DATE)**

**DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314**