

P16000054018

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2016 AUG - 2 AM 8:30

AUG 10 2016

C LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BELLERIN CAPITAL, INC

DOCUMENT NUMBER: P16000054018

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

Please return all correspondence concerning this matter to the following:

ZAEEN JUMA

Name of Contact Person

BELLERIN CAPITAL, INC

Firm/ Company

1730 BRIDGET'S COURT

Address

KISSIMMEE, FLORIDA 34744

City/ State and Zip Code

ZAEENJ@GMAIL.COM

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

For further information concerning this matter, please call:

ZAEEN JUMA

at (407)

8088567

Name of Contact Person

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 12, 2016

ZAEEN JUMA / BELLERIN CAPITAL, INC.
1730 BRIDGET'S COURT
KISSIMMEE, FL 34744 US

SUBJECT: BELLERIN CAPITAL, INC
Ref. Number: P16000054018

We have received your document for BELLERIN CAPITAL, INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 916A00014518

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BELLERIN CAPITAL, INC.**

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ARTICLE I – CORPORATE NAME

The name of this corporation is: BELLERIN CAPITAL, INC.

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ARTICLE II – PURPOSE

Notwithstanding anything herein 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.

ARTICLE III – EFFECTIVE DATE

The effective date of this corporation is: July 1, 2016

ARTICLE IV – PRINCIPAL OFFICE

The principal place of business of this corporation is: 1730 Bridget's Court, Kissimmee, Florida 34744. The mailing address of this corporation is: 1730 Bridget's Court, Kissimmee, Florida 34744.

ARTICLE V – CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock, par value One Dollar (\$1.00). All stock certificates shall contain the following restrictive legend:

“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.”

ARTICLE VI – INITIAL REGISTERED AGENT AND OFFICE

Notwithstanding anything herein to the contrary, the registered agent of this corporation shall be a Franchisee; however, if that Franchisee is not a resident of the state where this corporation is formed, another person approved by 7-Eleven Inc. shall be named as the registered agent.

The name and address of the initial registered agent is: Zaeen Juma, 1730 Bridget's Court, Kissimmee, Florida 34744.

ARTICLE VII – INCORPORATOR

The name and address of the sole incorporator to these Articles of Incorporation is: Zaeen Juma, 1730 Bridget's Court, Kissimmee, Florida 34744.

ARTICLE VIII – OFFICERS AND DIRECTORS

The name and address of the officers and directors to this corporation are: President: Zaeen Juma, 1730 Bridget's Court, Kissimmee, Florida 34744.

ARTICLE IX – SHAREHOLDERS

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; (b) anyone listed as a shareholder of this corporation who has participated in 7-Eleven, Inc.'s franchise qualification process and has been approved by 7-Eleven, Inc. as a shareholder of this corporation; and (c) 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 X – VOTING RIGHTS AND PREEMPTIVE RIGHTS

Preemptive rights, voting trusts, cumulative voting, use of proxies or agents, and voting by pledgees or receivers are prohibited.

ARTICLE XI – AMENDMENTS

These Articles of Incorporation may not be revised, amended or repealed except with the prior written consent of 7-Eleven, Inc., a Texas corporation, and any attempt to revise, amend or repeal them without such consent shall be null and void and of no effect.

The undersigned have executed these Articles of Incorporation on the 1st day of July, 2016.

Zaeen Juma

Acceptance by Resident Agent

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Zaeen Juma

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STATE OF Florida

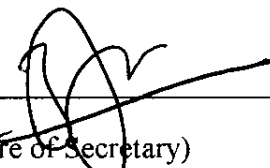
COUNTY OF Osceola

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I, Zaen Juma, Secretary of Bellerm Capital, inc, do hereby
certify that on July 1st, 2016, at a meeting of its Board of Directors, at
which meeting a quorum of said Board was present and acting, or by unanimous written consent,
the attached Amendment & Restated were duly and unanimously enacted and such Amendment
amended or revoked, and remain in full force and effect. & Restated

CERTIFIED on this 1st day of July, 2016.


(Signature of Secretary)

Zaen Juma
(Name of Secretary)

Bellerm Capital, inc
(Name of Corporation)