

Division of Corporations

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Florida Department of State
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DEPT OF COMMERCE
INFORMATION SERVICES

FLORIDA PROFIT/NON PROFIT CORPORATION
MORR CON V, INC.

Certificate of Status	0
Certified Copy	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
MORR CON V, INC.**

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of State of the state of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the state of Florida.

**ARTICLE I
Name**

The name of this corporation shall be Morr Con V, Inc.

**ARTICLE II
Term of Existence**

This corporation shall begin existence on the date of filing of these articles with the Secretary of State of the state of Florida, and shall have perpetual existence thereafter.

**ARTICLE III
Nature of Business**

The general nature of the business to be transacted by this corporation, and the objects and purposes thereof, shall be any and all lawful business, subject to the provisions of Article XV (b) below.

**ARTICLE IV
Powers**

This corporation shall have all powers conferred by the laws of the state of Florida on corporations.

**ARTICLE V
Capital Stock**

This corporation is authorized to issue 1,000 shares of common voting stock with a par value of \$1.00 per share. All or any part of the capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

**ARTICLE VI
Shareholders' Rights**

(a) Each share of stock in this corporation shall entitle the holder thereof to one vote at any meeting of the corporation's shareholders.

(b) There shall be no cumulative voting of the stock entitled to vote in the election of directors of this corporation.

(c) No holder of any class of stock of this corporation shall have any preemptive or preferential right to subscribe to, purchase, or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class of stock of the corporation issued or sold or proposed

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to be issued or sold or with respect to which options or warrants shall be granted; but all these shares of stock of any class or notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class may be issued and disposed of or sold by the board of directors on terms and for consideration, as far as may be permitted by law, and to any person or persons who are qualified to be shareholders as the board of directors may determine.

ARTICLE VII
Initial Registered Office and Agent

The name and street address of the initial registered agent of this corporation is Jeffrey T. Morris 2311 Forrest Rd., Winter Park, FL 32789.

ARTICLE VIII
Principal Place of Business

The principal place of business of the corporation shall be located at 6754 Valhalla Way, Windermere, FL 34786 with any other place of business as may be determined and fixed by the board of directors from time to time.

ARTICLE IX
Directors

This corporation shall initially have three (3) directors. The number of directors may be increased or decreased from time to time by the shareholders, provided that the corporation shall always have at least one director. The shareholders of the corporation may remove any director from office at any time with or without cause.

ARTICLE X
Initial Directors

The names and street addresses of the initial directors of this corporation, who, subject to the provisions of the bylaws and laws of the state of Florida, shall hold office for the first year of the corporation's existence, or until a successors are elected and qualified:

Jeffrey T. Morris and Deborah Morris with an address of Jeffrey T. Morris 2311 Forrest Rd., Winter Park, FL 32789.

Jennifer Morris with an address of 14412 Bridgewater Crossing Blvd., Windermere, FL 34786

ARTICLE XI
Transactions With Corporations

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any director or officer of this corporation has a pecuniary or other interest in any other corporation, or is a director or officer of any other corporation. Any director or officer individually, or any firm of which any director or officer may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or she or such firm is so interested shall be disclosed or shall have been known to the board of directors. Any director or officer of this corporation who is also a director or officer of any other corporation or member of any other firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the board of

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directors of this corporation which shall authorize any contract or transaction, with like force and effect as if the person were not an officer or director of any other corporation or member of any other firm, or not so interested.

ARTICLE XII Amendment

Subject to the restriction on Amendments in Article XV (d) below, these Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XIII Incorporators

The name and post office address of the incorporator of this corporation is Barry C. Averitt, 3010 South Third Street, Suite B, Jacksonville Beach, FL 32250.

ARTICLE XIV Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE XV Franchise Agreement

- a) 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.
- b) 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.
- c) 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 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

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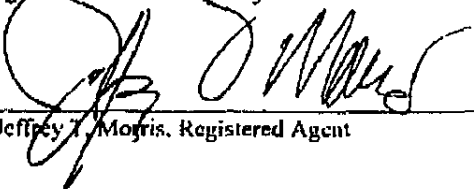
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approved transfer. These restrictions may not be amended, ~~repealed~~ or ~~revoked~~ except with the prior written consent of 7-Eleven Inc." ^{SEAL OF STATE} _{FLORIDA}

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

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


Jeffrey T. Morris, Registered Agent

11/3/16
Date

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.


Barry C. Averitt, Incorporator

11/4/2016
Date