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*FamilyMart
Home + Auto Center Inc
P.O. Box 307
Maconville, TN
32440-0307*

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. 904-263-4072

(Corporation Name)

(Document #)

2.

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(Corporation Name)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Robert S. King GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Articles*
DATE 4/16
DOC. EXAM Be

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

558-634-610 . 609-615-611

W97-6611

167-611

W97-7764

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W97-8131

167-612

W97-8818

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 APR 16 AM 10:17

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Dmc 4/16/97

ARTICLES OF INCORPORATION
OF
FAMILY MART HOME and AUTO CENTER, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the provisions of *Fl. Code* Section 607, for the objects hereinafter stated, does certify and declare as follows:

ARTICLE I

Corporate Name & Location

The name of the corporation shall be, Family Mart Home and Auto Center, Inc.
located at 988 White Ave., Graceville, Fl. 32440, the mailing address is P. O. Box 307
Graceville, Fl. 32440.

ARTICLE II

Duration

The Period for the duration of the corporation is perpetual, that is, unlimited as to time.

ARTICLE III

Object, Purposes and Powers

The object or objects for which we desire to be a body corporate are to construct, own, operate, maintain, purchase or otherwise act in the ownership, or matters related thereto in pursuit of the business of general retailing and wholesaling, maintaining a shop and service truck to do repairs and service to various items that our customers need repairing, and to do all other acts necessary or incidental to such business and otherwise act in that business, or matters relating thereto, in and about such business as the corporation may pursue in its objects, purpose and powers; to conduct and transact in all business related to general merchandising enterprise, including the ownership of equipment, buildings, lands or other necessary implements

in the conduct or operation of said business; to negotiate, agree and otherwise transact with persons or entities in such business; to negotiate and transact with any governmental agency or other person or entity for the sale, purchase or construction of such general merchandising, product or shipping; to seek financing or other amortization of any transaction for the purchase, construction, operation and ownership of necessary assets for the pursue of said business; to conduct and transact all business relating to general merchandising and sales, including the ownership of structures, the renting of space for the maintenance of equipment for general merchandising, transportation of farm supply products and enterprises related thereto; the contracting for general merchandise products or any machinery or implements necessary to such business, transaction with others in joint venture of general merchandising and equipment ance maintenance and trucking, hauling and transportation for general merchandise enterprise and all other matters attendant to such general merchandise business or use of any equipment or other s assets necessary to pursue such business or other matters related to said business pursuits; and, to do all things and matters howsoever described which relate to or concern business pursuits of the corporation, the ownership and conduct of the business of transporting general merchandise supplies and products, or trucking, hauling of these products. Further, the body corporate is empowered to act in any and all things which a natural person could or might do; that is, do all things not unlawful with all statutory powers confirmed by the state of Florida.

It is the intention that each of the objects, purposes and powers specified in each of the paragraphs of this third article of these Articles of Incorporation shall, except where otherwise specified, be nowise limited or restricted by reference to or inference from the terms of any other paragraph or of any other article in these Articles of Incorporation, but that the objects, purposes and powers specified in this article and in each of the articles or paragraphs of these Articles shall

be regarded as independent objects, purposes and powers and the enumeration of specific purposes and powers shall not be construed to restrict in any manner the general terms and powers of this corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature. The enumeration of objects or purposes herein shall not be deemed to exclude or in any way limit by inference any owners, objects, or purposes which this corporation is empowered to exercise, whether expressly by force of the laws of the State of Florida, now or hereafter in effect, or impliedly by any reasonable construction of said laws.

To these ends, purposes and objects, the said corporation shall possess all the powers necessary to conduct the business or businesses to carry out the objects herein expressed and all those expressly conferred upon corporations or enumerated in the *Fl. Code*, Section 607, as last amended, together with all the powers bestowed upon such corporations under any of the laws of the State of Florida, as well as those necessarily implied.

ARTICLE IV

Authorized Capital Stock

The aggregate number of shares which the corporation shall have authority to issue shall be 500 shares of common stock, non-assessable, of a par value of Ten (\$10.00) Dollars per share. The authorized stock meet the definition of Small Business Stock or Section 1244 stock as defined in the Internal Revenue Code Section 1244.

ARTICLE V

Government

The directors shall have the right to adopt all by-laws and regulations for the government of this corporation provided that the same shall not be inconsistent with these Articles of Incorporation or the laws of the State of Florida.

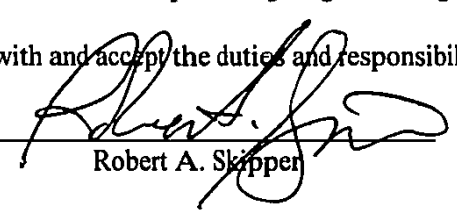
ARTICLE VI

Registered Office and Agent

The location and mailing address of the corporation's initial registered offices is 988 White Avenue, Graceville, Fl. 32440; and the name of its initial registered agent is Robert A. Skipper

Acceptance of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Robert A. Skipper

ARTICLE VII

Directors and Officers

The number of directors constituting the initial board of directors shall be 4 and the names and addresses of these persons who are to serve as officers and directors of the corporation until the first annual meeting of the shareholders or until their successors are elected and qualify shall be:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Robert A. Skipper 267-49-9125	988 WHITE AVE., GRACEVILLE, FL 32440	President/ Director
Robert L. Skipper 255-52-8875	..SAME AS ABOVE	Vice President/ Director
Mary A. Skipper 252-48-6890	SAME AS ABOVE	Secretary Director
Nancy Skipper 264-39-1781	SAME AS ABOVE	Treasurer Director

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TALLAHASSEE, FLORIDA

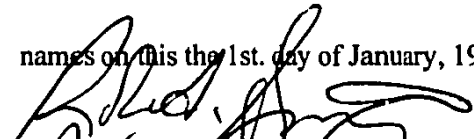
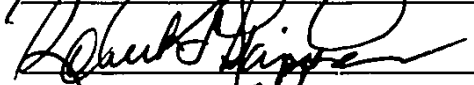
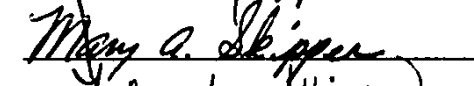

ARTICLE VIII

Incorporators

The name and address of the Incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>Number of Shares</u>	
Robert A. Skipper	P. O. Box 54/ Esto-Noma Rd. Noma, Fl. 32452	30	President Director
Robert L. Skipper	P. O. Box 74 / Skipper Ave. Noma, Fl. 32452	30	Vice President/ Director
Mary A. Skipper	P. O. Box 74 /Skipper Ave. 30 Noma, Fl. 32452		Secretary/ Director
Nancy Skipper	P. O. Box 54 / Esto-Noma Rd. Noma, Fl. 32452	10	Treasury/ Director

IN WITNESS WHEREOF, the undersigned Incorporators have hereunto subscribed their
names on this the 1st. day of January, 1997

PREPARED BY:
Robert L. Skipper
P. O. Box 74
Noma, Fl. 32452