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2 July 1997

FILED
97 JUL -7 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: First USA Investment, Inc.

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-07/07/97--01161--017
****131.25 ****131.25

Gentlemen:

Enclosed herewith please find original and one copy of Articles of Incorporation, and check in the sum of \$131.25 for filing fee, certified filing and certificate of status. Thank you for your kind assistance in this matter.

Sincerely,



David L. Dees

DLD;jd

Enclosures

QW 7-8-97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
FIRST USA INVESTMENT, INC.

ARTICLE I. NAME

The name of the corporation is First USA Investment, Inc.

ARTICLE II. COMMENCEMENT AND DURATION

This corporation is to commence its corporate existence on the date of subscription and acknowledgment of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of providing goods and services attendant to the operation of a convenience store.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7500) shares of One (\$1.00) Dollar par value common stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series, as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3300 North Pace Boulevard, Suite 315, Pensacola, FL 32505, and the name of the initial registered agent of this corporation at that address is David L. Dees.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time as provided in the by-laws. However, the number of directors shall never be less than one.

ARTICLE VIII. INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

Chu-Yin Chiang
9812 Pinebrake Court
Pensacola, FL 32514

ARTICLE IX. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially through the following persons and in the amount set opposite their name:

Chu-Yin Chiang	1000 Shares
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Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders of this corporation. The price and terms at which, and the time within which those shares may be offered and sold shall be further specified by written

agreement among all of the shareholders and this corporation.

ARTICLE X. DIRECTORS

The directors of the corporation shall be voted upon for election once every year. The initial director shall be Chu-Yin Chiang.

ARTICLE XI. REMOVAL OF DIRECTORS

The shareholders of this corporation shall not be entitled to remove any director from office during his term except for malfeasance in office.

ARTICLE XII. DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting shall be the act of the board of directors.

ARTICLE XIII. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

amendment to them, and any right conferred upon the shareholders is subject to this reservation.

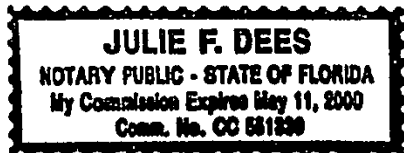
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of June, 1997.

Chu-Yin Chiang
Chu-Yin Chiang

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing document was acknowledged before me this 30th day of June, 1997, by Chu-Yin Chiang, who furnished Fla Driver Lic C520-119-69-747-0 as identification, and who did not take an oath.



Julie F. Dees
Julie F. Dees, Notary Public

ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 F.S.A., the undersigned accepts appointment as Registered Agent of David Dees PA and agrees to maintain office hours as required by law during the term of appointment.

Dated this 30th day of June, 1997.

David L. Dees
David L. Dees

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