

P98000094539

November 2, 1998

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-11/05/98--01098--003
*****70.00 *****70.00

Re: MAY ENTERPRISES, INC.

Please find enclosed an original and one copy of the Articles of Incorporation in connection with the captioned, together with a money order in the amount of \$70.00, filing fee.

The copy should be returned to:

MARION PANELLA
4588 HOLLY LAKE DRIVE
LAKE WORTH, FL 33463
(561) 968-8086

Thank you,

Marion Panella

Marion Panella

FILED
98 NOV -5 AM 9:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF
MAY ENTERPRISES, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida Business Corporation Act.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is:

MAY ENTERPRISES, INC.

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - GENERAL PURPOSE

1. The operation and management of convenience stores.
2. To transact any other lawful business for which corporations may incorporate under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable, in order to accomplish the foregoing including borrowing or raising money for any purpose of the corporation, securing same, mortgaging all or any part of the corporate property, and to create, issue, draw and accept and negotiate bonds, mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - ADDRESS

The principal place of business and the mailing address for this corporation is:

1750 Hammondville Road
Pompano Beach, FL 33069

The name and address of the initial registered agent is:

Amjad A. Hammad
4033 N. W. 73rd Ave.
Coral Springs, FL 33065

ARTICLE VI -- DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is One. The name and address of each person who is to serve as a member of the initial Board of Directors and the officers of the corporation who shall hold office for the first year of the existence of the corporation, or until their successors are elected or appointed and have qualified are as follows:

NAME Amjad A. Hammad
ADDRESS 4033 N. W. 73rd Ave., Coral Springs, FL 33065
OFFICE President

ARTICLE VII

It is the intention of the incorporators of this corporation that the first Board of Directors adopt the plan under Sections 1371-1379 (Subchapter S) of the Internal Revenue Code allowing a "small business corporation" to have its income taxed directly to its shareholders.

ARTICLE VIII

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net value thereof. If the corporation fails or refuses to make satisfactory arrangements for the purchase of such shares within thirty (30) days from written notice thereof, the stockholder shall have the right to dispose of his shares as he sees fit.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation. A copy of such Articles is on file at the principal office of the corporation."

ARTICLE IX

The name and address of each incorporator is:

Amjad A. Hammad
4033 N. W. 73rd Ave.
Coral Springs, FL 33065

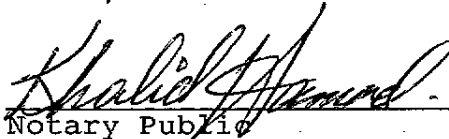
Executed by the undersigned at Pompano Beach, FL on this
1st day of November, 1998


Amjad A. Hammad

STATE OF FLORIDA
COUNTY OF BROWARD

I hereby certify, that on this day, before me a Notary Public duly authorized to take acknowledgments, personally appeared Amjad A. Hammad, who has produced a drivers license as identification and to be the persons described as subscriber and who executed the foregoing Articles of Incorporation.

Witness my hand and official seal in the State and County named above this 1st day of November, 1998.


Notary Public

KHALID HAMAD
NOTARY PUBLIC, STATE OF FLORIDA
CC 429035
MY COMMISSION EXPIRES DEC. 12, 1998

**CERTIFICATE OF DESIGNATION
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 Agent/Registered Office, in the State of Florida.

1. The name of the corporation is:

MAY ENTERPRISES, INC.

2. The name of the Registered Agent and Office is:


Amjad A. Hammad
4033 N. W. 73rd Ave.
Coral Springs, FL 33065


Amjad A. Hammad

Title: President

Date: November 1, 1998

Having been named as Registered Agent and to accept 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 and I am familiar with and accept the obligations of my position as Registered Agent.


Amjad A. Hammad

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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