



**State of Rhode Island
Office of the Secretary of State**

Fee: \$230.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Business Corporation
Articles of Incorporation**

(Chapter 7-1.2- of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is MWM CORPORATION

This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended. (Uncheck if inapplicable.)

ARTICLE II

The total number of shares which the corporation has authority to issue is:
(Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Class of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>
CWP	\$1.0000	200.00

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

ARTICLE III

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 95 BROADWAY STREET
City or Town: NEWPORT State: RI Zip: 02840

The name of its initial registered agent at such address is MARK MURPHY

ARTICLE IV

The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

ARTICLE V

Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

7-ELEVEN PROVISION:

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 APPROVED TRANSFER. THESE RESTRICTIONS MAY NOT BE AMENDED, REPEALED OR REVOKED EXCEPT WITH THE PRIOR WRITTEN CONSENT OF 7-ELEVEN INC.”

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.

E) BOTH PREEMPTIVE RIGHTS AND CUMULATIVE VOTING MUST BE PROHIBITED.

ARTICLE VI

The name and address of the each incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	MARK MURPHY	1465 COMMONWEALTH AVE, UNIT 316 BRIGHTON, MA 02135 USA

ARTICLE VII

These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing.

Later Effective Date:

Signed this 13 Day of November, 2020 at 7:32:47 PM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

MARK MURPHY

Form No. 100
Revised 09/07

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State of Rhode Island
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

November 13, 2020 07:30 PM

A handwritten signature in blue ink that reads "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

