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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Alternatives Vending, LLC

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ARTICLES OF ORGANIZATION

OF

ALTERNATIVES VENDING, LLC

Pursuant to section 608.407 of the Florida Limited Liability Company Act, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I NAME

The name of the limited liability company (the "Company") is Alternatives Vending, LLC.

ARTICLE II DURATION

Unless earlier terminated pursuant to the Act or the Operating Agreement (as defined in § 608.402 (24) of the Act) of the Company, the period of its duration shall be perpetual.

ARTICLE III ADDRESS

The mailing and street address of the principal office of the Company shall be 103 Bermuda Bay Circle, Ponte Vedra Beach, Florida 32082.

ARTICLE IV REGISTERED AGENT AND OFFICE

The initial registered office of the Company shall be 103 Bermuda Bay Circle, Ponte Vedra Beach, Florida 32082, and its initial registered agent at such office shall be Paul Newman.

ARTICLE V MANAGEMENT OF THE COMPANY

The Company will be managed by one or more of its managers in accordance with and subject to the requirements of the Act. The names and street addresses of the initial transport of this Company are:

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Name

Address

Paul Newman, individually

103 Bermuda Bay Circle

Ponte Vedra Beach, Florida 32082

Johanna Newman, Individually

103 Bermuda Bay Circle

Ponte Vedra Beach, Florida 32082

IN WITNESS WHEREOF, the undersigned manager of the Company has executed these Articles of Organization on behalf of the Company in accordance with § 608.407 of the Act.

Dated this

day of November, 2009

aul Newman, Manager

IN MA

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CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

Alternatives Vending, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Paul Newman as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 103 Bermuda Bay Circle, Ponte Vedra Beach, Florida, 32082.

Dated this \(\sum_{\text{day of November, 2009}} \).

Paul Newman Manager

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this _____ day of November, 2009.

aul Newman, Registered Agent

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