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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 20 AM 11:26

November 15, 2000

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

Re: ARA VENDING, INC.

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-11/21/00--01012--008
*****78.75 *****78.75

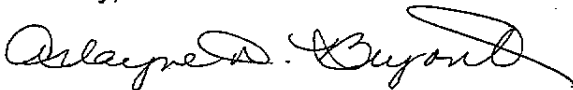
Dear Dept. of State:

I have enclosed an original and one copy of the Articles of Incorporation for the above proposed corporation, and a check in the amount of \$78.75 for filing fees.

Please file the original Articles and return the certified copy to me at the following address:

Arlayne D. Bryant
ARA VENDING, INC.
409 N. Prescott Avenue
Clearwater, FL 33755

Sincerely,



Arlayne D. Bryant
Incorporator

g 11/22/00

EFFECTIVE DATE

11/15/00

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ARTICLES OF INCORPORATION

OF

ARA VENDING, INC.

We, the undersigned subscribers, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the information, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME AND ADDRESS OF THE CORPORATION

The name of the corporation shall be:

ARA VENDING, INC.

The address of the corporation shall be:

409 N. Prescott Avenue
Clearwater, FL 33755

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation may engage in any or all lawful activities or business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having the par value of One (1.00) dollar.

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ARTICLE IV

CORPORATE EXISTENCE

This corporation shall exist perpetually commencing on the date of execution and acknowledgment of these Articles, unless dissolved according to law.

ARTICLE V

INITIAL CAPITAL

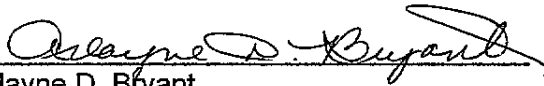
The amount of the capital with which the corporation shall begin business is One Hundred (\$100.00) dollars.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

First that ARA VENDING, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Clearwater, State of Florida, has named Arlayne D. Bryant, 1735 Ragland Avenue, Clearwater, FL 33765 as its agent to accept service of process within Florida.

Having been named to accept service of process for the above corporation, at the place designated in the above, I hereby agree to act in this capacity, the proper and complete performance of my duties.


Arlayne D. Bryant
Registered Agent

ARTICLE VII

DIRECTORS

The corporation shall be governed by a Board of no less than one nor more than fifteen directors. It shall not be necessary for the directors to be stockholders. The number of Directors herein provided for may be increased or decreased at any regular or special meeting of the stockholders.

ARTICLE VIII

INITIAL DIRECTORS

The name(s) and street address(es) of the members of the first Board of Directors and officers who are to serve as members thereof are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Arlayne D. Bryant	1735 Ragland Avenue Clearwater, FL 33765	President
Alison Virgi	5055 W. Harbison Pittsburgh, PA 15205	Secretary/ Treasurer

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE X

SUBSCRIBERS

The name(s) and street address(es) of the subscribers to these Articles of Incorporation, the number of shares of stock which they agree to take and the value of consideration therefore is:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
Arlayne D. Bryant 1735 Ragland Avenue Clearwater, FL 33765	100	\$ 100.00

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ARTICLE XI

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

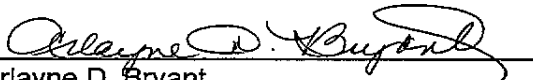
Name

Address

Arlayne D. Bryant

1735 Ragland Avenue
Clearwater, FL 33765

IN WITNESS THEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation for profit under the laws of the State of Florida, this 15th day of November, 2000.


Arlayne D. Bryant