

P96000017563

February 15, 1996

FILED
96 FEB 26 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

100001715661
-02/15/96--D1057--018
****122.50 ****122.50

RE: Southeast Vending, Inc.

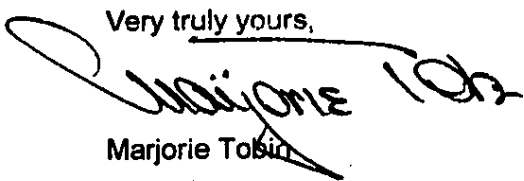
Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your office and certify and return to us one certified copy.

I am enclosing my check in the amount of \$122.50 covering:

1.	Filing fee	\$ 35.00
2.	Certified copies	52.50
3.	Registered Agent designation	<u>35.00</u>
		\$122.50

Very truly yours,


Marjorie Tobin

MJ/

Enclosures

M. Tobin
3360 Coral Way #3
Miami, FL 33125

Be 2/27



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 19, 1996

MARJORIE TOBIN
3360 CORAL WAY #3
MIAMI, FL 33145

SUBJECT: SOUTHEAST DISTRIBUTING, INC.
Ref. Number: W96000003773

POS 4-42-22.417

We have received your document for SOUTHEAST DISTRIBUTING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable because it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6922.

Bobbie Eldridge
Senior Corporate Section Administrator

Letter Number: 596A00007231

W96-4102

**ARTICLES OF INCORPORATION
OF
SOUTHEAST VENDING, INC.**

FILED
95 FEB 26 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation shall be SOUTHEAST VENDING, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

3360 Coral Way
Suite 3
Miami, Florida 33145

ARTICLE III

MAILING ADDRESS

The mailing address of this corporation shall be:

3360 Coral Way
Suite 3
Miami, Florida 33145

ARTICLE IV

DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE V

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including, but not limited to, the purpose of engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE VI

CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock, each at \$1.00 par value.

ARTICLE VII

PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro rata share (as nearly as it may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII

INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is:

3360 Coral Way
Suite 3
Miami, Florida 33145

The name of the initial registered agent of the corporation is, together with the agent's address:

Marjorie Tobin
3360 Coral Way
Suite 3
Miami, Florida 33145

ARTICLE IX

FIRST BOARD OF DIRECTORS AND OFFICERS

The names and street addresses of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

Marjorie Tobin
3360 Coral Way
Suite 3
Miami, Florida 33145

Director

ARTICLE X

INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors shall be indemnified by the Corporation against all expenses and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement hereof in which they may become involved by reason of holding such office. The Corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors arising out of their status as such.

ARTICLE XI

INCORPORATION

The name and address of the person signing these Articles is:

Marjorie Tobin
3360 Coral Way
Suite 3
Miami, Florida 33145

ARTICLE XII

BY-LAWS

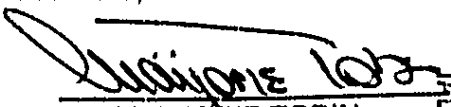
The By-Laws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE XIII

AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20 day of FEBRUARY, 1996.


MARJORIE TOBIN
Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 FEB 26 AM 9:48

FILED

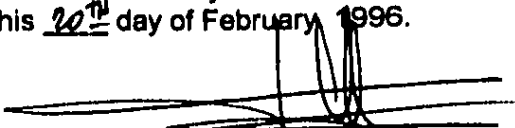
STATE OF FLORIDA)
COUNTY OF DADE) ss

The foregoing instrument was acknowledged before me this 20TH day of February, 1996 by Marjorie Tobin, who has produced PERSONALLY KNOWN as identification and who did take an oath.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed by official seal, in the State and County aforesaid, this 20TH day of February, 1996.



FABRIZIO BALLI
MY COMMISSION # CC358878 EXPIRES
March 22, 1998
BONDED THRU TROY FARM INSURANCE, INC.


Notary Public, State of Florida
Signature of Person Taking
Acknowledgment

My Commission Expires:

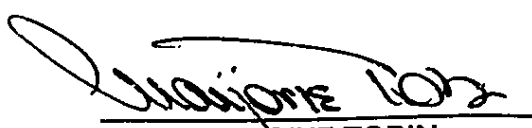
Fabrizio Balli
Name of Acknowledger Typed

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process of the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED:

2/20/96


MARJORIE TOBIN