

**P98000041452**  
**Rodriguez, Kinzbrunner & Company**  
A Partnership of Professional Associations

Miguel J. Rodriguez, CPA  
David Kinzbrunner, CPA  
Zena Kinzbrunner, CPA

FILED

98 MAY -4 PM 1:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

5-1-98

May 1, 1998

Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32314

800002510058--9  
-05/04/98--01109--008  
\*\*\*\*122.50 \*\*\*\*122.50

To Whom It May Concern:

Please find enclosed an original set of the **ARTICLES OF INCORPORATION** for **Alternative Vending Concepts, Inc.** and a check in the amount of \$122.50, the filing fee.

**Alternative Vending Concepts, Inc. would like this incorporation to be effective as of the date of execution of said Articles.**

Please return any papers or information regarding this to our Boynton Beach office listed below. I may be reached between 9:00 and 5:00 Monday through Friday if you require any additional information.

Sincerely yours,

**RODRIGUEZ, KINZBRUNNER & COMPANY**

*Zena Kinzbrunner*

Zena Kinzbrunner

ZK

Enclosures (2)

MAILED 7 1998  
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**ARTICLES OF INCORPORATION**  
**OF**  
**ALTERNATIVE VENDING CONCEPTS, INC.**

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**Article I - Name**

The name of the corporation shall be:

Alternative Vending Concepts, Inc...

EFFECTIVE DATE  
5-1-98

The principal place of business of this corporation shall be 3217 Colony Club Road,  
S-6, Pompano Beach, FL 33062.

**Article II - Duration**

This corporation shall commence its corporate existence on the date of execution and acknowledgment of these Articles.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**Article IV - Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1 par value per share.

**Article V - Preemptive Rights**

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

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3217 Colony Club Road, S-6, Pompano Beach, FL 33062 and the name of the initial registered agent of this corporation at that address is Lisa Chapin Durkan.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addressees of the initial director of this corporation is:

Lisa Chapin Durkan  
3217 Colony Club Road  
S-6  
Pompano Beach, FL 33062

Article VIII - Incorporators

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

Lisa Chapin Durkan  
3217 Colony Club Road  
S-6  
Pompano Beach, FL 33062

Article IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

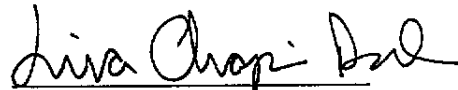
Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

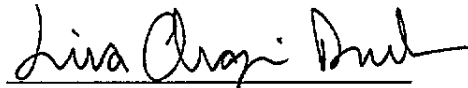
The undersigned incorporator has executed these Articles of Incorporation this First day of MAY 1998.



Lisa Chapin Durkan

Acceptance of Designation

The undersigned, Lisa Chapin Durkan, accepts the designation of herself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.



Lisa Chapin Durkan

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