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(Requestor's Name)

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(City/State/Zip/Phone #)

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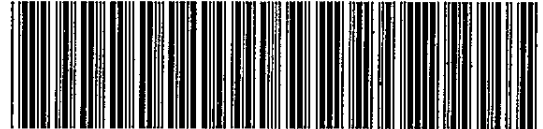
(Business Entity Name)

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FEB 21 2005

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02/21/05--01050--015 **78.75

C.S.3

SCHUTT, HUMPHRIES, SCHMIDT & BURNETT
ATTORNEYS AND MEDIATORS
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

DENNIS R. SCHUTT, P.A.*
RALPH HUMPHRIES, P.A.*
PENNY W. SCHMIDT*
G. MICHAEL BURNETT*
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ALISON N. EMERY
TRISHA D. BOWLES

OF COUNSEL: CLYDE E. MURPHREE
MURPHREE LAW OFFICES, P.A.

*CERTIFIED CIRCUIT CIVIL MEDIATORS

February 18, 2005

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

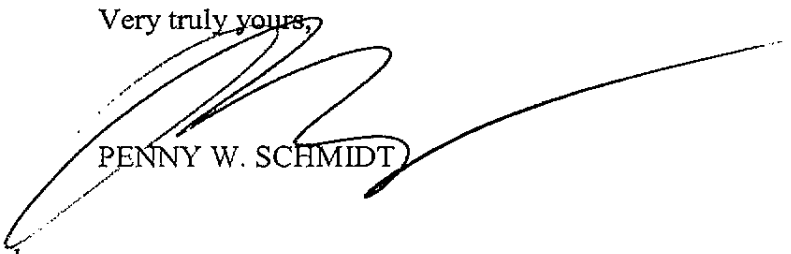
Re: Bulk Vending Corporation, Inc.

Dear Sir/Madam:

Enclosed please find original and copy of Articles of Incorporation for Bulk Vending Corporation, Inc. and an Acceptance as Registered Agent. Also, I have enclosed the filing fee in the amount of \$78.75 and am requested the return of a certified filed copy of same.

If you have any questions, please give me a call at 904-737-3737, ext. 31. Thank you for your assistance in this matter.

Very truly yours,


PENNY W. SCHMIDT

/pws

Enclosures – Articles and check

The Mediation Center

2700-C University Blvd West
Jacksonville, Florida 32217

Telephone: (904) 737-3737
Facsimile: (904) 448-9440

ARTICLES OF INCORPORATION OF
BULK VENDING CORPORATION, INC.

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05 FEB 21 AM 10:48
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is Bulk Vending Corporation, Inc.

ARTICLE II
PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the corporation is 5398 Heronview Ct. Jacksonville, Florida 32257 (Street) and P.O. Box 56952 Jacksonville, FL 32241-6952 (Mailing).

ARTICLE III
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE IV
PURPOSES OF CORPORATION

The general purposes for which the corporation is organized are:

1. To engage in the primary business of Bulk Product Vending in the state of Florida and;
2. To engage in any other lawful business as permitted under applicable law and general rules and regulations in the United States.
3. To do such other things that are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE V
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class and shall be \$1.00 par value.

ARTICLE VI
REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the corporation is 2700-C University Blvd., Jacksonville, Florida 32217. The name of its initial registered agent at such address is Penny W. Schmidt, Esquire.

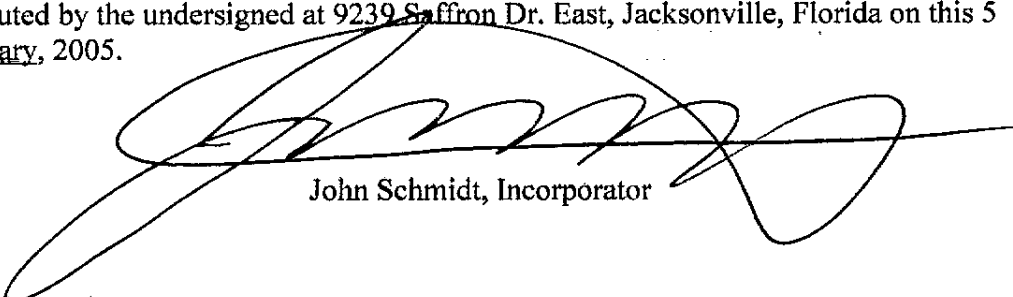
ARTICLE VII
DIRECTORS

The number of directors constituting the corporation's initial Board of Directors is two and shall consist of John Schmidt and Phillip O'Conner.

ARTICLE VIII
INCORPORATOR

The name of the corporation's incorporator is John Schmidt whose address is 9239 Saffron Dr. East, Jacksonville, FL 32257.

Executed by the undersigned at 9239 Saffron Dr. East, Jacksonville, Florida on this 5 day of February, 2005.



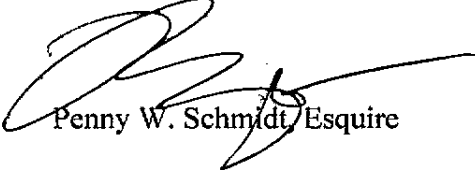
John Schmidt, Incorporator

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent and Registered Office in the State of Florida.

1. The name of the corporation is Bulk Vending Corporation, Inc.
2. The name and address of the registered agent and office is Penny W. Schmidt, Esquire, 2700-C University Blvd., Jacksonville, Florida 32217.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate. I hereby 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.


Penny W. Schmidt, Esquire

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TALLAHASSEE, FLORIDA