

F96000005990

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Auto Vend, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Lovelle Upton
(Name of Person)

800001996358--8
-11/05/96--01129--001
****70.00 ****70.00

Auto Vend, Inc.
(Firm/Company)

800001996358--8
-11/05/96--01129--002
****233.75 ****233.75

P.O. DRAWER 2529/808 main St.
(Address)

Collins, ms 39428
(City/State/Zip)

w96-23434

Should you need to call someone concerning this matter, please call:

Gale Bates
(Name of Person)

at (601) 765-4425
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 5, 1996

LOVELLE UPTON/ AUTO VEND INC.
PO DRAWER 2529
808 MAIN STREET
COLLINS, MS 39428

SUBJECT: AUTO VEND INC.
Ref. Number: W96000023434

We have received your document for AUTO VEND INC. and your check(s) totaling \$303.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$1,000.00.

Please note that we have applied the \$233.75 you submitted to the total due for annual report fees; this leaves \$766.25 due for annual report filing fees. Please note that although we must collect the amounts due for these previous years, you do not need to file actual report forms. The only form you need to file at this time is the Authorization you have already submitted.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 796A00050751

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Auto Vend Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Mississippi
(State or country under the law of which it is incorporated)
3. 64-0768615
(FBI number, if applicable)
4. 12-30-88
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist "perpetual")
6. 1-91
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.133, F.S.))
7. P.O. DRAWER 2529
Collins, ms 39428
(Current mailing address)
8. Air/VAC Vending MACHINES - Installation And/or Repair
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Lovelle Upton
Office Address: 594 Bob-O-Link
Destin, Florida, 32541
(Zip Code)
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: W. Lovelle Upton

Address: Hwy 84 East
Collins, MS 39428

Vice President: Layne R. Upton

Address: 116 Yupon Drive
Collins, MS 39428

Secretary: W. Lovelle Upton

Address: Hwy 84 East
Collins, MS 39428

Treasurer: W. Lovelle Upton

Address: Hwy 84 East
Collins, MS 39428

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. W. Lovelle Upton
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. W. Lovelle Upton President
(Typed or printed name and capacity of person signing application)

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STATE OF MISSISSIPPI

SECRETARY OF STATE'S OFFICE

ERIC CLARK
SECRETARY OF STATE
JACKSON, MISSISSIPPI

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 12 PM 2:53

CERTIFICATE OF EXISTENCE/AUTHORITY

I, ERIC CLARK, Secretary of State of the State of Mississippi and as such, the legal custodian of the corporate records, required by the laws of Mississippi, to be filed in my office, do hereby certify:

That on December 30, 1988 the state of Mississippi issued a Charter/Certificate of Authority to:

AUTO VEND INC.

That the state of incorporation is MISSISSIPPI.

That the period of duration is Perpetual.

That according to the records of this office, Articles of Dissolution or a Certificate of Withdrawal have not been filed.

That according to the records of this office, a current Annual REPORT HAS BEEN DELIVERED TO THE SECRETARY OF STATE'S OFFICE.

I further certify that all fees, taxes and penalties owed to this state, as reflected in the records of the Secretary of State, have been paid and that the corporation is in existence or has authority to transact business in Mississippi.



Given under my hand
and seal of office
October 30, 1996

Eric Clark

ERIC CLARK
Secretary of State