

Division of Corporations

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Florida Department of State
Division of Corporations
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Smart Vending Solutions, LLC

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Electronic Filing Menu

Corporate Filing Menu

Help

H09000205470 3

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**ARTICLES OF ORGANIZATION
OF
SMART VENDING SOLUTIONS, LLC**

**ARTICLE I
NAME**

The name of this limited liability company is SMART VENDING SOLUTIONS, LLC, a Florida limited liability company (the "Company").

**ARTICLE II
DURATION**

The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

**ARTICLE III
PURPOSE**

The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

**ARTICLE IV
PLACE OF BUSINESS**

The street and mailing address of the Company's principal office is 10878 Stonington Avenue, Fort Myers, Florida 33913.

**ARTICLE V
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is R&A Agents, Inc. Attention: Donna M. Flammang, Esq. The street address of the initial registered agent of the Company is 2320 First Street, Suite 1000, Fort Myers, Florida 33901.

**ARTICLE VI
ADDITIONAL MEMBERS**

Additional members to the Company may be admitted.

**ARTICLE VII
MANAGEMENT OF THE COMPANY**

The Company shall be managed by a manager or managers in accordance with the Operating Agreement adopted by all of the members.

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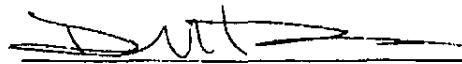
ARTICLE VIII
REGULATIONS

The member or members shall have the power to adopt, alter, amend, or repeal an Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

ARTICLE IX
VOTING

The Company is authorized to issue membership units with voting rights.

The undersigned executed these Articles of Organization effective as of the 22nd day of September, 2009.


Donna M. Flammang
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, 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.

R&A Agents, Inc.

By: 
Donna M. Flammang, Assistant Secretary

Dated: September 22, 2009

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