

P000000093387

September 27, 2000

Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32301

FILED
00 OCT -2 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subj: Incorporation of SPACE COAST COIN SUPPLY, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.

2. My check in the amount of \$78.75 to cover the filing fees.

3. Designation of Resident Agent.

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*****78.75 *****78.75

Kindly acknowledge filing of these Articles of Incorporation in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Legal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937. Telephone Number (407) 773-2020.

Thank you for your assistance in this matter.

Sincerely,


GARY OVERTON

B-4

ARTICLES OF INCORPORATION

OF

SPACE COAST COIN SUPPLY, INC.

ARTICLE I. NAME

The name of this corporation is

SPACE COAST COIN SUPPLY, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares
of \$1.00 par value common stock, which shall be designated
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation of the same kind, class or series
as that which he already holds, shall have the right to
purchase his pro rata share (as nearly as may be done without
issuance of fractional shares) at the price at which it is
offered to others.

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 562 Highway A-1-A, Satellite Beach, Florida, 32937, and the name of the initial registered agent of this corporation at that address is GARY OVERTON.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

GARY OVERTON
295 Wilson Avenue
Satellite Beach, Florida 32937

RON BLACKMAN
1500 Hardwicke Street NW
Palm Bay, Florida 32907

MARY OVERTON
295 Wilson Avenue
Satellite Beach, Florida 32937

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 562 Highway A-1-A, Satellite Beach, Florida 32937, and the mailing address of the corporation is 562 Highway A-1-A, Satellite Beach, Florida 32937.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are: _____

GARY OVERTON
295 Wilson Avenue
Satellite Beach, Florida 32937

ARTICLE X. AMENDMENTS

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 subscriber has executed these articles of incorporation on this 27th day of September, 2000.



GARY OVERTON

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a
Notary Public duly authorized in the State and County named
above to take acknowledgments, personally appeared GARY OVERTON
to me known to be the person described as subscriber
in and who executed the foregoing Articles of Incorporation,
and who acknowledged before me that he subscribed to those
Articles of Incorporation.

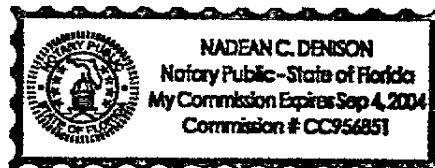
WITNESS my hand and official seal in the County and
State named above this 27th day of September, 2000.

Nadean C. Denison

Notary Public

FL/DL

0163-281-52-018-0



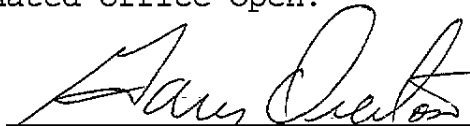
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That SPACE COAST COIN SUPPLY, INC., desiring to organize
under the laws of the State of Florida, with its principal office
at 562 Highway A-1-A, Satellite Beach, Brevard County, Florida
32937, has named GARY OVERTON, located at 562 Highway A-1-A,
Satellite Beach, Brevard County, Florida 32937, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.



GARY OVERTON
Registered Agent

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00 OCT -2 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA