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ARTICLES OF INCORPORATION

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OF

QUARTER MANIA VENDING, INC.

OO OCT 27 AM 9: 27 The undersigned incorporator to these Articles of Incorporation, a natural person hereby forms a corporation for profit pursuant to the provisions of the Professional Services Corporation Act and other laws of the State of Florida.

ARTICLE ONE

Name

The name of the corporation is QUARTER MANIA VENDING, INC.

The address of the principal office of this corporation shall be 7721 SW 55 AVENUE, MIAMI, FLORIDA 33143 and the mailing address shall be the same.

ARTICLE TWO

Duration

The term of existence of the corporation is perpetual, and shall commence upon the filing of these Articles of Incorporation by the Department of State of State of Florida.

ARTICLE THREE

Purpose

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation shall be:

- A. To transact any and all lawful business.
- To do each and every thing necessary and proper for the accomplishment or В. furtherance of any purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this corporation; and, in general,

either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuits necessary or incidental to the accomplishment or furtherance or such purposes or objects of this corporation.

C. To conduct and transact any business lawfully authorized and not prohibited be Chapter 621, Florida Statues, as the same may be amended from time to time.

ARTICLE FOUR

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE FIVE

Registered Office

The street address of the initial registered office of the corporation shall 18250 NW 2ND AVENUE, SUITE C, NORTH MIAMI, FLORIDA 33169 and the name of the initial registered agent of the corporation at that address is PAUL F. ANGUEIRA.

ARTICLE SIX

Officers

The corporation shall have the following offices to be held by the following:

PRESIDENT

CESAR HOED DE BECHE

ARTICLE SIX

Incorporator

The name and street address of the incorporator to these Articles of Incorporation

is: CESAR HOED DE BECHE, 7721 SW 55 AVENUE, SUITE D, MIAMI, FLORIDA

33143. The undersigned incorporator has executed these Articles of Incorporation on this

day of (

, 2000.

BY:

INCORPORATOR

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, the undersigned, named as Registered Agent in the Articles of Incorporation of the LAW OFFICES OF PAUL F. ANGUEIRA, P.A. accept the designation as Registered Agent and agree to comply with all duties and with those requirements as set forth in Sections 48.091(2) and 607.0505 under Florida law for serving in the position of Registered Agent of said corporation.

PAUL F. ANGUERA, ESQ. 18250 NW 2ND AVENUE

SUITE C

NORTH MIAMI, FLORIDA 33169

