

PO1000008172

TRANSMITTAL LETTER

FILED

01 JAN 22 AM 10: 25

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: \_\_\_\_\_

(Proposed corporate name - must include suffix)

5000003562405--0  
-01/22/01--01084--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: \_\_\_\_\_

Name (Printed or typed)

OFFICE  
The Feeg Law  
971 Cawkick Bend Circle #101  
Capitol Hill 39110 2001

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Jan 23/01

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ARTICLES OF INCORPORATION

OF

GRACE VENDING SERVICES, INC.

01 JAN 22 AM 10: 25

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber, Daniel T. Grace, competent to contract for the purpose of forming a corporation under the laws of the state of Florida, adopts the following Articles of Incorporation:

ARTICLE I

The name of the proposed corporation is: Grace Vending Services, Inc.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States of America and the state of Florida.

ARTICLE III

The total number of shares of stock which the corporation shall have the authority to issue is 100 shares at a par value of \$1.00 per share.

ARTICLE IV

The amount of capital which the corporation shall begin business is \$100.00.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The principle place of business of this corporation shall be located at 3867 Essex Place, Bonita Springs, Florida 34134. The corporation may have such other places of business within and without the state of Florida, or in foreign countries as may be necessary or convenient, as may be determined by the stockholders of the corporation.

ARTICLE VII

The number of directors of this corporation shall be two.

ARTICLE VIII

The name and mailing address of the first board of directors of this corporation who shall hold office for the first year of existence of the corporation or until his successor(s) is elected and qualified is:

\_\_\_\_\_  
Daniel T. Grace  
3867 Essex Place  
Bonita Springs, Florida 34134

Judith A. Grace  
3867 Essex Place  
Bonita Springs, Florida 34134

#### ARTICLE IX

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation shall be managed under the direction of the shareholders, and not a Board of Directors. The relative rights, powers and duties of the shareholders shall be set forth in the Shareholder Agreement.

#### ARTICLE X

The name and address of the President, Secretary and Treasurer who shall hold office for the first year of existence of the corporation or until his successor elected is:

Daniel T. Grace  
3867 Essex Place  
Bonita Springs, Florida 34134  
President

Judith A. Grace  
3867 Essex Place  
Bonita Springs, Florida 34134  
Secretary/Treasurer

#### ARTICLE XI

The registered office for the corporation in the State of Florida is to be located at 3867 Essex Place, the city of Bonita Springs, County of Lee, State of Florida. The registered agent in charge thereof is Daniel T. Grace located 3867 Essex Place, Bonita Springs, Florida 34134, County of Lee.

#### ARTICLE XII

The name and address of the incorporator is as follows:

Daniel T. Grace  
3867 Essex Place  
Bonita Springs, Florida 34134

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18th day of January, 2001.

Daniel T. Grace

Daniel T. Grace

Judith A. Grace

Judith A. Grace

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

FIRST, Grace Vending Services, Inc., desiring to organize under the laws of the state of Florida, with its principle office as indicated in the in the Articles of Incorporation at the City of Bonita Springs, County of Lee, State of Florida, has named Daniel T. Grace, located at 3867 Essex Place, Bonita Springs, Florida 34134, County of Lee as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I, Daniel T. Grace, hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.

Daniel T. Grace X

Daniel T. Grace