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EAKIN
SNEED &
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PAUL M. EAKIN, P.A.
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ATTORNEYS AT LAW

February 21, 2001

*BOARD CERTIFIED
CIVIL TRIAL LAWYER

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation
J&D VENDING, INC.

FILED
FEB 26 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

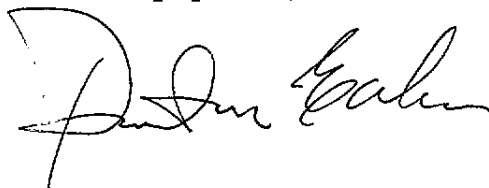
Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for J&D VENDING, INC., together with our check in the amount of \$78.75 in payment of the following fees:

Filing fee	\$ 35.00	3000003766913--9 -02/26/01--01033--018 *****78.75 *****78.75
Certified Copy	8.75	
Registered Agent Designation	35.00	
TOTAL	\$ 78.75	

Please return a certified copy of the Articles of Incorporation to this office.

Sincerely yours,



Paul M. Eakin
PME/rl
Enclosures

CO
8-27-01

ARTICLES OF INCORPORATION

OF

J&D VENDING, INC.

FILED
01 FEB 26 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation of a corporation for profit.

ARTICLE I

Name and Principal Address

The name and principal address of the corporation shall be: J&D Vending, Inc., 1704 Pershing Road, Jacksonville, Florida 32205. The mailing address shall be the same.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

Purpose

The general nature of the business to be transacted by this corporation is as follows: To do all things which are authorized to be done by corporations organized under the laws of the State of Florida.

ARTICLE IV
Capital Stock

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100) shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

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.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1704 Pershing Road, Jacksonville, FL 32205 and the name of the initial registered agent of this corporation at that address is James E. Belisario, Jr.

ARTICLE VII
Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1).

The names and addresses of the initial board of directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
James E. Belisario, Jr.	1704 Pershing Road Jacksonville, FL 32205

ARTICLE VIII
Officers

The names and street addresses of the officers of this corporation, who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
James E. Belisario, Jr. President	1704 Pershing Road Jacksonville, FL 32205
Danita Belisario Secretary	1704 Pershing Road Jacksonville, FL 32205

ARTICLE IX
Subscriber

The name and street address of the subscriber to these articles of incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Paul M. Eakin	599 Atlantic Boulevard, Suite 4 Atlantic Beach, FL 32233

ARTICLE X
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI
Amendment

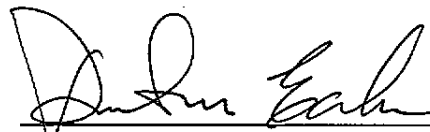
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII
Corporation Business

The business of this corporation shall be conducted by a President, one (1) or more Vice-presidents, a Secretary and a Treasurer, and such assistants as the Board of Directors may from time to time provide for, and any person may hold two or more of such offices. When stockholders who hold a majority of the stock shall be present at a meeting of this corporation, however called or notified, and shall sign a written consent thereto on the record of the meeting, the acts of such meeting shall be as valid as if legally called and notified. This corporation may prescribe and make such other provisions by proper by-laws as the corporation may desire for the regulation of the business and for the conduct of

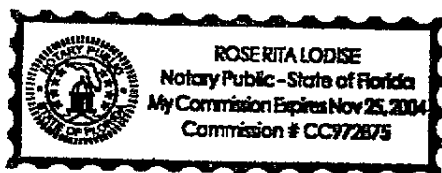
the affairs of the corporation, and any provision creating, dividing, limiting, and regulating the powers of the corporation, the Directors and Stockholders, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates; provided such provisions are not contrary to the laws of the State of Florida.

IN WITNESS WHEREOF, the Subscriber and Incorporator has hereunto set his hand and seal this 21st day of February, 2001.


Paul M. Eakin

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me PAUL M. EAKIN, who is personally known to me and/or who has produced N/A as identification and who did/did not take an oath, this 21st day of February, 2001.




Notary Public

I hereby accept the designation of registered agent for the above-mentioned corporation at the above-mentioned address, city, and state.


James E. Belisario, Jr.