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May 30, 2001

Secretary of State  
Division of Corporations  
Corporate Records Bureau  
Room 2001, The Capitol  
Tallahassee, FL 32301

FILED  
01 JUN -4 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

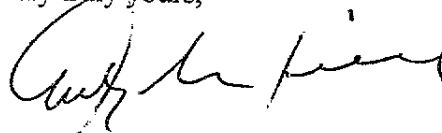
Re: Penn Boys Vending, Inc.

Dear Sir/Madam:

Please find enclosed the original and one copy of the fully executed Articles of Incorporation of Penn Boys Vending, Inc., together with my check payable to your order in the sum of \$70.00 to cover the cost of filing the Articles and the registered agent's fee.

As usual, thanks for your prompt and efficient service.

Very truly yours,



ALAN E. GREENFIELD

encls: (as stated)

C. BLALOCK JUN 7 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**PENN BOYS VENDING, INC.**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME:** The name of this corporation is: **PENN BOYS VENDING, INC.**

**ARTICLE II**

**COMMENCEMENT OF EXISTENCE:** This corporation shall commence to exist on the date filed with the Secretary of State.

**ARTICLE III**

**PURPOSE:** This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK:** This corporation is authorized to issue 1000 shares of \$.50 par value common stock, which shall be the only class of shares.

**ARTICLE V**

**PRE-EMPTIVE RIGHTS:** Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, or class of service as that which he already holds, shall have the right to purchase his pro rata share thereof (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 principal office of this corporation is 5633 Rodman St Hollywood, Florida 33023. The name of the initial registered office and initial registered agent of this corporation is

**ALAN E. GREENFIELD, Esq.,** 2600 Douglas Road, Suite 911, Coral Gables, FL 33134.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS AND OFFICERS:** This corporation shall have at least one director. The name and address of the initial director is: Norris Shortridge, P.O. Box 3661, West Hollywood, FL 33083. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The initial officers is: Norris Shortridge, - President, Secretary-Treasurer, P.O. Box 3661, West Hollywood, FL 33083.

**ARTICLE VIII**

**INCORPORATOR:** The names and address of the person signing these Articles of Incorporation, as an incorporator is:

**NORRIS SHORTRIDGE,** P.O. Box 3661, West Hollywood, FL 33083.

**ARTICLE IX**

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

**IN WITNESS WHEREOF,** the undersigned subscribed have executed these Articles of Incorporation, this 26<sup>th</sup> day of May, 2001.

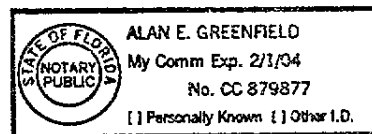
  
**NORRIS SHORTRIDGE**

STATE OF FLORIDA           )  
  ) ss:  
COUNTY OF MIAMI-DADE    )

BEFORE ME, the undersigned authority, personally appeared **NORRIS SHORTRIDGE**, to me well known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me, under oath, that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid, this  
24<sup>th</sup> day of May, 2001.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

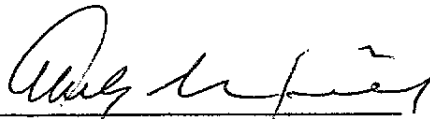


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT UPON WHICH  
PROCESS MAY BE MADE.**

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

FIRST, that **PENN BOYS VENDING, INC.**, with its principal office, located at 5633  
Rodman Street Hollywood, FL 33023 has named **ALAN E. GREENFIELD, ESQ.**, located at  
2600 Douglas Road- Suite 911, Coral Gables, FL 33134, as its agent to accept service of process  
within this state.

Having been named to accept service of process for the above-stated corporation, at the  
place designate in this Certificate, I hereby accept to act in this capacity, and agree to comply  
with the provisions of said Act.

  
**ALAN E. GREENFIELD**  
Registered and Resident Agent

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA