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Mi Kang
8804 Manor Loop
Bradenton, Florida 34202

July 11, 2001

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

Department of State
Division of Corporations
The Capitol
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Coin-O-Magic of Sarasota, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is our check in the amount of \$78.75 for the filing of same.

Please file the Articles of Incorporation and return a copy to me at the above address. Thank you for your assistance in this matter.

Sincerely,

Mi Kang

Enclosures

FILED
01 JUL 16 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK JUL 18 2001

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**ARTICLES OF INCORPORATION
OF
COIN-O-MAGIC OF SARASOTA, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: COIN-O-MAGIC OF SARASOTA, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of shall be:

8804 Manor Loop
Bradenton, Florida 34202

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all businesses permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,000 shares of common stock having par value of \$1.00 per share.

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence and these articles shall be effective when duly filed with the Florida Secretary of State.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one. The person named as initial director shall hold office for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VII. INITIAL DIRECTORS.

The name of the initial director of this Corporation and street address is:

Mi Kang
8804 Manor Loop
Bradenton, Florida 34202

ARTICLE VIII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Mi Kang
8804 Manor Loop
Bradenton, Florida 34202

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE IX. INCORPORATION.

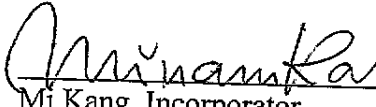
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Mi Kang
8804 Manor Loop
Bradenton, Florida 34202

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned as Incorporator, has executed the foregoing Articles of Incorporation on the 11 day of July, 2001.


Mi Kang, Incorporator

CERTIFICATE OF ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT

The undersigned, Mi Kang, having been named as Registered Agent to accept service of process for . at the place designated in this certificate, hereby states she is familiar with and accepts the appointment as Registered Agent and agrees to act in this capacity:

Registered Agent: Mi Kang

Registered Office: 8804 Manor Loop

Bradenton, Florida 34202

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11 day of July,

2001.


Mi Kang, Registered Agent

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TALLAHASSEE, FLORIDA