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SECHEDAL AND STATE TALLAHASSEE, FLORIDA

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

100004625931---1 -10/08/01--01060--012 ******87 50

SUBJECT: THE VEND CORDORATION (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)							
	(I NOI OLED COATORA	ie name – <u>most include</u>	SUFFIX)				
Enclosed are an original and one (1) copy of the articles of incorporation and a check for:							
S70.00 Filing Fee	□ \$78.75 Filing Fee & Certificate of Status	Filing Fee & Certified Copy	\$2 \$87.50 Filing Fee, Certified Copy & Certificate of Status REQUIRED				
FROM:	Pure Vend Name (Corporation Printed or typed)					
100045259311 5625 (.P. /087							
Defuniak Spes. fl. 32433							
Daytime Telephone number							

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

C. BLALOCK OCT 2 3 2001

CERTIFICATE OF DOMESTICATION

The undersigned, James P. Herbert, Jr., President, (Name),					
(Title)					
of Americane Corporation, a foreign Corporation, (Corporation Name)					
in accordance with F.S., 607.1801 does hereby certify:					
1. The date on which corporation was first formed was July 31, 1995.					
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise					
came into being was State of Alabama					
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication wasAmeridine Corporation					
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to					
s. 607.0202 and 607.0401 with this certificate is Purc Vend Corporation					
1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1					
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was State of Riabama					
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.					
am President, of Pure Vend Corporation					
and am authorized to sign this certificate of Domestication on behalf of the corporation and have done					
so this the $4^{\frac{14}{2}}$ day of October, $\frac{3601}{}$.					
<u> </u>					
- James Phylat Ox = 55 3					
(Authorized Signature)					
23 T					
(Authorized Signature) Filling Fee: Certificate of Domestication Articles of Incorporation and Certified Copy \$78.75					
Certificate of Domestication \$50.00					
Articles of Incorporation and Certified Copy \$78.75					
Total to domesticate and file \$128.75					

ARTICLES OF INCORPORATION

<u>OF</u>

PURE VEND CORPORATION

FILED

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SECREMAN STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the <u>Code of Florida</u>, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of the corporation is Pure Vend Corporation.

ARTICLE II PRINCIPLE OFFICE

The principle office for Pure Vend Corporation is located at 5625 County Road 1087, DeFuniak Springs, Florida 32433.

ARTICLE III PURPOSE

The objects and purposes for which the corporation is organized are:

3.1 To introduce, place, install, erect, operate, conduct, manage, maintain, and carry on networks of vending stations, kiosks, retail outlets, and wholesale distributors; to buy, sell, lease, or otherwise dispose of, and to operate, conduct, furnish, equip, and manage vending stations, kiosks, retail outlets, or wholesale distributors, to purify, cleanse, disinfect, sanitize, decontaminate, clean, get rid of impurities, distill, filter, enhance, improve, augment, package, and bottle water products and generally to do and perform everything necessary for carrying out the aforesaid purposes; to buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with,

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import, and export water and water purification products of every class and description, fresh, pure, with additives, or otherwise; and to prepare all water products, beverages and other preparations and refreshments of all kinds.

3.2 In addition, the corporation may engage in any lawful act or activity for which corporations may be incorporated under the laws of the State of Florida and the corporation shall be empowered to do all things necessary, desirable or expedient in the operation, management and conduct of the aforesaid business.

ARTICLE IV SHARES

- 4.1 The aggregate number of shares of capital stock, which the corporation shall have authority to issue, is Fifty Thousand (50,000) shares. Each share of stock shall have the par value of One (\$1.00) Dollar. All stock shall be common stock and nonassessable, and shall constitute one and only one class of stock.
- 4.2 The amount of capital with which the corporation shall begin business shall be One Thousand (\$1,000.00) Dollars, consisting of one Thousand (1,000) shares of such common stock, all of which shall be paid.

ARTICLE V INITIAL OFFICERS/DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation shall be at least two (2) but not more than five (5), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of Shareholders and until their successors are elected and shall qualify are:

Address

Name

James P. Herbert, Jr.

5625 County Road 1087

DeFuniak Springs, Florida

32433

James P. Herbert, Sr.

2030 Lindell Road

Richmond, Virginia 23236

ARTICLE VI REGISTERED AGENT

The address of the initial registered office of the corporation is 5625 County Road 1087, DeFuniak Springs, Florida 32433, and the name of its initial registered agent at such address is James P. Herbert, Jr.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Name

Address

James P. Herbert, Jr.

5625 County Road 1087 DeFuniak Springs, Florida

32433

ARTICLE VIII PROVISIONS FOR REGULATION OF INTERNAL AFFAIRS

- 8.1 At any meeting of the shareholders of the corporation, each shareholder shall be entitled to one (1) vote for each share standing in his name. The shares may be voted by the shareholders either in person or by proxy.
- 8.2 The corporation shall have a lien upon the shares of a shareholder for any debt or liability owed to it by him before a notice of transfer or levy on such shares is

received by the corporation. The corporation shall have the rights with respect to the lien conferred by the laws of the state of Florida.

8.3 The corporation reserves the right to amend and repeal any provision of these Articles of Incorporation in the manner provided by the Florida Business Corporation Act and any amendments thereto, and all rights conferred upon the officers, directors and shareholders of the corporation are granted subject to this reservation.

ARTICLE IX DURATION

	The duration of the corporation shall be perpetual unle	ss the corporation	shall be
dissolv	ved by law or otherwise terminated.		

Hanina hees	**************************************	stated corporation at the place designated in the
	On a P 1/2 total	10/4/01

Signature/Registered Agent

Date

| 10/4/01 |
| Signature/Incorporator | Date