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October 22, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300004654553--6

-10/26/01--01033--001

*****70.00 *****70.00

RE: Articles of Incorporation for CFR Vending, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,



Tiffany Donaldson

Legal Assistant for

Joseph M. Scheyd, Jr.

/tjd

Enclosures

FILED
2001 OCT 26 AM 9:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/29/01

ARTICLES OF INCORPORATION

OF

CFR VENDING, INC.

ARTICLE I - NAME

The name of this corporation is CFR Vending, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

40 A Park Circle
Fort Walton Beach, Florida 32548

The mailing address of this corporation shall be:

40 A Park Circle
Fort Walton Beach, Florida 32548

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is Chris Roberts, 40 A Park Circle, Fort Walton Beach, Florida 32548.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI - INCORPORATORS

The name and address of the person signing these articles is:

Chris Roberts
40 A Park Circle
Fort Walton Beach, Florida 32548

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of one (1) director. The name and address is as follows:

Director

Chris Roberts
40 A Park Circle
Fort Walton Beach, Florida 32548

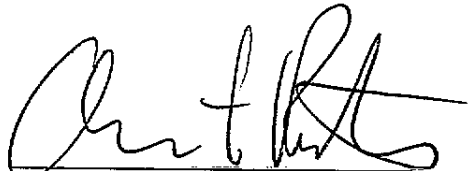
ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 12 day of October, 2001.


CHRIS ROBERTS

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 12 day of October, 2001, by Chris Roberts, who is personally known to me or who has produced _____ as identification and who did take an oath and acknowledged

and declared that he executed the same for the uses and purposes therein set forth.


NOTARY PUBLIC
My Commission Expires: _____



Tiffany Donaldson
MY COMMISSION # CC840289 EXPIRES
May 25, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

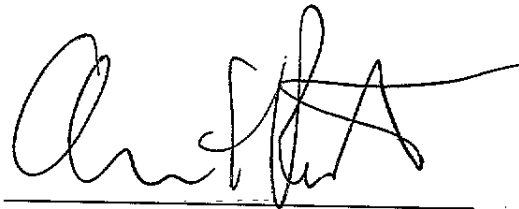
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: CFR Vending, Inc.
2. The name of the registered agent is Chris Roberts. The address of the registered office is 40 A Park Circle, Fort Walton Beach, Florida 32548.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 12 day of October, 2001.



CHRIS ROBERTS
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA