

PO1000111520

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
P.O. BOX 6327
TALLAHASSE, FL 33314

Hold, Inc. Co.

COMPANY NAME : VENDING USA, CO.

FROM: CARLOS A. EGUEZ
4723 NW 79 AVE,
MIAMI, FL 33166

500004678265--7
-11/14/01-01034-012
*****83.75 *****78.75

ENCLOSED: ARTICLES OF INCORPORATION,

REGISTERED AGENT AND

CHECK FOR \$75.00 CORPORATE FILLING

8.75 CERTIFICATE OF STATUS

01 NOV 26 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

WO1-26311
PS 11/15/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 15, 2001

CARLOS A EGUEZ
4723 NW 79 AVE
MIAMI, FL 33166

SUBJECT: VENDING USA, CO.
Ref. Number: W01000026311

We have received your document for VENDING USA, CO. and your check(s) totaling \$83.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 245-6915.

Pamela Smith
Document Specialist
New Filings Section

Letter Number: 101A00061704

ATTACHED ARTICLES WITH NEW NAME:
VENDING HOLDING CO.

Please File it.

Carlos

11/19/01

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

VENDING HOLDING, CO.

The Undersigned, has(have) executed the following document as incorporators of the above corporation, organized under the law of the State of Florida, and all rights, duties and obligations of the undersigned as incorporators, and those of the corporation, are to be determined in accordance with the the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

VENDING HOLDING, CO.

ARTICLE II

This corporation shall commence existence upon the filing of these articles of incorporation by the Department of State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address shall be:

4723 NW 79 AVE.
MIAMI, FL 33166

ARTICLE IV

The aggregate number of shares which this corporation shall have the authority to issue is the total sum of 100,000 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in amendment to these articles; there shall be only one(1) class of stock of this corporation.

VENDING HOLDING, CO.

ARTICLE V

The general nature of the business and objects and purposes proposed to be transacted and carried out on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural people might do, viz: To engage in every aspect of vending business, as well as all kind of services related to this activity: and

Transact any and all lawful business.

ARTICLE VI

The initial board of directors and incorporators shall consist of a total of one person and his name and address as well as his duties are:

CARLOS A. EGUEZ.-President, Secretary
4850 SW 128th Ave.
Southwest Ranches, Fl 33330

The undersigned has(have) executed these articles of incorporation, this 9th day of November 2001.



Signature\Title
PRESIDENT

REGISTERED AGENT \ REGISTERED OFFICE

Pursuant to the provisions of section 607.0501. Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent\registered office, in the State of Florida.

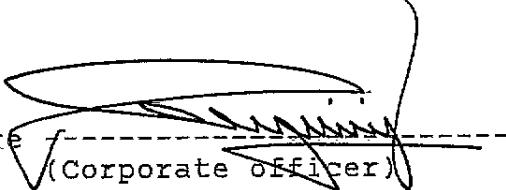
1.- The name of the corporation is:

VENDING HOLDING, CO.

2.- The name and address of the registered agent an office is:

Name....: CARLOS A. EGUEZ

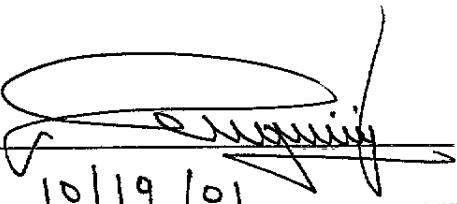
Address: 4850 SW 128th AVE.
SOUTHWEST RANCHES, FL 33330

Signature 
(Corporate officer)

Title.... PRESIDENT

Date.... 11/19/01

Having been named as Registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signature 

Date 10/19/01

01 NOV 26 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED