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January 29, 2002

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

Re: *Edible Refreshment Vending, Inc.*

Gentlemen:

Enclosed herewith for filing please find the original and a copy of Articles of Incorporation with the certificate designating resident agent attached. A check in the amount of $131.25 is also enclosed for filing fees in this regard.

It would be appreciated if you would furnish me with a certified copy of the Articles of Incorporation and your certificate of filing same to my office.

Thank you for your attention and consideration.

Sincerely,

Leslie Yelverton

Leslie Yelverton
Secretary to Abel A. Putnam

Enclosures

2002 FEB -4 AM 9:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

EDIBLE REFRESHMENT VENDING, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I
NAME

The name of the corporation is **Edible Refreshment Vending, Inc.**

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS OF THE CORPORATION

The address of the principal office of the corporation is 1090 E. Hibiscus, Bartow, Florida 33830, and its mailing address is the same.

ARTICLE III
COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence effective upon the filing hereof and the issuance of corporate stock, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV
PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V
Stock

The corporation is authorized to issue one thousand (1,000) shares of $1.00 par value common stock, which shares shall be a single class.

ARTICLE VI
Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

ARTICLE VII
Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

Name	Business Address
Thomas C. Mathews	1090 E. Hibiscus, Bartow, Florida 33830

ARTICLE VIII
Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX
Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X
Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI
Incorporator

The name and address of the Incorporator to these articles of incorporation are:

Name	Address
Abel A. Putnam	500 S. Florida Avenue, #200 Lakeland, Florida 33801

ARTICLE XII

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 500 S. Florida Ave., Ste 200, Lakeland, Florida 33801 and the name of the initial registered agent of the corporation at that address is Abel A. Putnam.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 30 day of January, 2002.

_______________________(SEAL)
Abel A. Putnam, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Abel A. Putnam, who is personally known to me or who has produced ______________________ as identification.

WITNESS my hand and official seal this 30 day of January, 2002, at Lakeland, Florida.

(NOTARIAL SEAL)

Leslie Yelverton
Notary Public
State of Florida at Large
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
Leslie Yelverton
Commission # CC 731206
Expires April 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

To: The Department of State
Tallahassee, Florida 32304

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

Edible Refreshment Vending, Inc., with its place of business at 1090 E. Hibiscus, Bartow, Florida 33830, has named Abel A. Putnam, located at 500 S. Florida Ave., Suite 200, as its agent to accept service of process within Florida.

Dated: January 30, 2002.

Abel A. Putnam, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and 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 duties and obligations of Chapter 607 of the Florida General Corporation Act.

Dated: January 30, 2002.

Abel A. Putnam
Registered Agent

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