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ACCOUNT NO. : 072100000032

REFERENCE: 585776 95974A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: May 17, 2002

ORDER TIME: 1:29 PM

ORDER NO. : 585776-005

CUSTOMER NO: 95974A

CUSTOMER: Mr. Robert M. Neeld

P.o. Box 101508

Cape Coral, FL 33910

DOMESTIC FILING

NAME: PLAYLAND VENDING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION _____ CERTIFICATE OF LIMITED PARTNERSHIP

____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY

____ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

Nr. Robert M. Neeld Accountants, 10005558704--8 -05/20/02--01002--009 ******78.75

Articles of Incorporation Of

2002 MAY 17 PM 1: 23

SECRETARY OF STATE TALLAHASSEE FLORIDA

PLAYLAND VENDING, INC.

The undersigned, for the purpose of forming a corporation under the provisions of the FLORIDA GENERAL CORPORATION ACT, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is PLAYLAND VENDING, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The corporation may engage in the operation of an enterprise dedicated to the rental and servicing of vending machines or to enter into any other business activity authorized under the laws of the State of Florida or of the laws of the United States.

ARTICLE IV

The Corporation shall have authority to issue one (1) class of Capital Stock which shall consist of five thousand (5,000) shares of one dollar (\$1.00) PAR value Common Stock.

ARTICLE V

The corporation shall commence business upon receipt of the Articles of Incorporation by the Secretary of State of the State of Florida.

ARTICLE VI

The principal place of business shall be located in LEE COUNTY, FLORIDA. The address of the principal place of business shall be 4104 SW 27th Place, Cape Coral, Florida, 33914. The corporation shall have the right and authority to transact business at such other place or places within or without the State of Florida as the corporation may by resolution designate.

ARTICLE VII

The corporation shall have a board of directors consisting of no less than one (1) nor more than five (5) members. The number of said directors shall be determined by the shareholders at their annual meeting or may be fixed by the Bylaws of the corporation.

ARTICLE VIII

The officers by whom the business of said corporation shall be conducted shall be the President, who shall be a Director, the Secretary and Treasurer and other such officers and agents who shall be chosen by the Board of Directors. Each officer shall hold office for such term and have such powers and duties as may be prescribed by the By-laws or determined by the Board of Directors. The initial Board of Directors shall consist of one (1) member and shall act as director until successors are elected and qualified. The name and post office address of the initial member of the Board of Directors is as follows:

TODD J. RIGONI 4104 SW 27th Place Cape Coral, FL 33914

ARTICLE IX

The name and post office address of the subscriber to these Articles of Incorporation and the amount of stock subscribed and agreed to be taken is as follows:

TODD J. RIGONI 4104 SW 27th Place Cape Coral, FL 33914 1,000 Shares

ARTICLE X

The Directors shall be elected by the Shareholders at their annual meeting to be held at the principal office of the corporation or at such place as may be designated in the By-laws of the Corporation, or as may otherwise be agreed.

ARTICLE XI

The registered office of this corporation shall be at 4104 SW 27th Place,

Cape Coral, Florida, 33914 and the place for service of process shall be at ALLAHASSEE FLORIDA

ALLAHASSEE FLORIDA

The registered agent of the corporation is TODD J. RIGONI, and his address is 4104 SW 27th Place, Cape Coral, Florida, 33914.

Having been named as registered agent to accept service for PLAYLAND VENDING, INC., at the place stated above, I hereby agree to act in that capacity and I further agree to the proper and complete performance of my duties.

Total J Ryn
TODD J. RIGONI, Registered Agent

Dated this // day of May, 2002

ARTICLE XII

Each shareholder shall have a right to purchase his pro rata share of any new issue of stock, as nearly as may be done without the issuance of fractional shares, at the price at which said stock is offered to others.

ARTICLE XIII

The Stockholders shall adopt the initial By-laws of this corporation. The By-laws may be amended from time to time by either the stockholders or the Board of Directors. The shareholders shall have the final vote as to the adoption or changes made to the By-laws.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock herein before mentioned for the purpose of forming a corporation under the laws of the State of Florida, does make, subscribe, acknowledge and file the foregoing Articles of Incorporation, and hereby certifies that the facts therein stated are true. Further, the undersigned hereby agrees to take the number of shares of stock herein before set forth and accordingly sets his hand and seal at CAPE CORAL, FLORIDA on this /6 day of May, 2002.

Todd J Rym TODD J. RIGONI FIDR# 8250-810-64-107-0

STATE OF FLORIDA)
)
COUNTY OF LEE)

I HEREBY CERTIFY that before me, the undersigned authority duly authorized to take acknowledgements and administer oaths personally appeared TODD J. RIGONI, who identified himself by valid picture identification, and he acknowledged before me that he made and subscribed to the foregoing Articles of Incorporation for the use and purpose therein stated.

WITNESS my official hand and seal this

day of May, 2002.

My Commission Expires:

MERNA L. STEIN
MY COMMISSION # CC 853153
EXPIRES: July 11, 2003
Bonded Thru Notary Public Underwriters