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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : JIM KENT & COMPANY
Account Number : I19990000128
Phone : (305)220-8477
Fax Number : (305)412-3000

FLORIDA PROFIT CORPORATION OR P.A.

PENCIL MAN VENDING, INC

Certificate of Status	0
Certified Copy	1
Page Count	or 2
Estimated Charge	\$78.75

D. WHITE JUN 18 2002

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S., Florida Profit

ARTICLE I NAME

The name of the corporation shall be:

Pencil Man Vending, Inc

ARTICLE II PRINCIPLE OFFICE

The principle place of business/mailling address is:

2525 SW 125th Ct
Miami, FL 33175

ARTICLE III SHARES

The number of shares of stock is:

Five Hundred (500) shares @ Zero (\$0) par value

ARTICLE IV OFFICERS/DIRECTORS (OPTIONAL)

The name(s) and address(es) of the officers/directors:

Jorge Borocio, Director/President, 2525 SW 125th Ct, Miami, FL 33175
Alicia Borocio, V.President/Director, 2525 SW 12 5th Ct, Miami, FL 33175

ARTICLE V REGISTERED AGENT

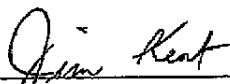
The name and Florida street address of the registered agent is:

Jim Kent
10621 N Kendall Dr., Suite 120
Miami, FL 33176

ARTICLE VI INCORPORATOR (S)

The name and address of the Incorporator is:

Jim Kent, 10621 N Kendall Dr., Suite 120, Miami, FL 33176

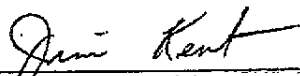


Signature Incorporator

6/18/02

Date

I hereby accept the appointment as Registered Agent & agree to act in this capacity



Signature/Registered Agent

6/18/02

Date

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