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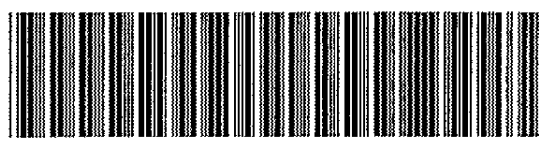
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FRAZIER, HOTTE & ASSOCIATES, P.A.

ATTORNEYS AT LAW

ROBERT W. FRAZIER, Jr., Esq.
JOHN F. HOTTE, Esq.

Of Counsel:
Me DANIEL HOTTE*, LLL
*admitted to practice
only in the Province
of Quebec, Canada

February 13, 2003

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

IN RE: ONE STOP VENDING, INC.

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for ONE STOP VENDING, INC., along with this Firm's check in the amount of \$87.50, representing the filing fee and cost for a Certified Copy of the Articles of Incorporation.

Please return a Certified Copy of the Articles, after filing, to the undersigned in the stamped, self-addressed envelope provided herein for your convenience.

Should you require further assistance or have any questions or comments regarding the foregoing, please do not hesitate to contact me.

Thank you for your courtesies.

Very truly yours,
FRAZIER, HOTTE & ASSOCIATES, P.A.



John F. Hotte, Esq.

JFH:amd

Enclosures

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ARTICLES OF INCORPORATION

OF

ONE STOP VENDING, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

ONE STOP VENDING, INC.

The address of the principal office of this Corporation shall be 6430 Via Rosa, Boca Raton, Florida 33314, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The purpose of this Corporation is to engage or transact any or all lawful activities or business permitted, under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of Shares of Stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308, and the name of the initial registered agent of this Corporation at this address is JOHN F. HOTTE, ESQ.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This Corporation shall have one (1) Director, initially. The name and street address of the initial member of the Board of Directors are:

Bettina Helft
6430 Via Rosa
Boca Raton, Florida 33314

ARTICLE VII. OFFICERS

The name and address of the initial Officer of the Corporation, who shall hold office for the first year of the Corporation, or until her successor is appointed or elected is:

Bettina Helft
6430 Via Rosa
Boca Raton, Florida 33314

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

JOHN F. HOTTE, ESQ.
2400 East Commercial Boulevard - Suite 826
Fort Lauderdale, Florida 33308

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this _____ day of February, 2003.


JOHN F. HOTTE, ESQ.

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TALLAHASSEE FLORIDA