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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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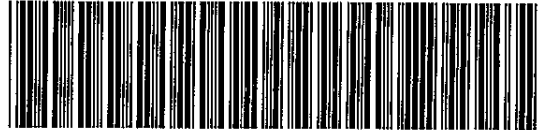
(Business Entity Name)

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01/07/04--01038--024 **78.75

EFFECTIVE DATE
01-02-04

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Handwritten signature/initials

Law Office of
STEPHAN B. WIDMEYER

Established 1978

*Mediator and Arbitrator
Family Law
Civil and Family Trials
General Practice*

**3871-A Tamiami Trail
Port Charlotte, FL 33952
(941) 624-3010
Fax 624-3095**

January 2, 2004

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: ALL COUNTY COIN-OP SUPPLY, INC.

Gentlemen:

This letter transmits the original Articles of Incorporation of the above referenced corporation. If the Articles of Incorporation meet with your approval, I would appreciate your filing same with the State of Florida and forwarding the Charter at your earliest convenience to me at the above letterhead address.

Also enclosed is a check in the amount of \$78.75 which represents the filing fee and a certified copy of the Articles of Incorporation.

Should you have any questions as to the above, please do not hesitate to contact me.

Very truly yours,



SANDRA C. SHEPHERD
Legal Assistant to
STEPHAN B. WIDMEYER
Attorney at Law

EFFECTIVE DATE
01-03-04

SBW/scs
Encl.

**ARTICLES OF INCORPORATION
OF
ALL COUNTY COIN-OP SUPPLY, INC.**

The undersigned adopts these Articles of Incorporation for purposes of forming a corporation under the Florida Business Corporation Act:

**ARTICLE ONE
NAME OF CORPORATION**

The name of this corporation is: **ALL COUNTY COIN-OP SUPPLY, INC.**

**ARTICLE TWO
ADDRESS**

The corporation's principal offices are located at 2448 Celebes Court, Punta Gorda, FL 33983, which also serves as its mailing address.

**ARTICLE FOUR
COMMENCEMENT OF CORPORATE EXISTENCE**

As permitted by Section 607.0203 of the Florida Business Corporation Act, the existence of this corporation will commence on the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE FIVE
CORPORATE STOCK**

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 per share.

**ARTICLE SIX
REGISTERED AGENT**

The name and address of the Registered Agent is: Frank Paoletta., 2448 Celebes Court, Punta Gorda, FL 33983.

**ARTICLE SEVEN
MANAGEMENT OF CORPORATE AFFAIRS**

Pursuant to Florida Statute 607.0801(3), the corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the entire business and affairs of the corporation shall be managed under the direction of the stockholders.

The stockholders shall have the right to determine in every instance the consideration for which the shares of the corporation shall be issued.

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**ARTICLE EIGHT
INCORPORATORS**

The name and address of each incorporator is:

Frank Paoella,
2448 Celebes Court
Punta Gorda, FL 33983

**ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Article of Incorporation this 2nd day of January, 2004.


FRANK PAOLELLA

**STATE OF FLORIDA }
COUNTY OF CHARLOTTE}**


I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above to take acknowledgments, personally appeared FRANK PAOLELLA, who is personally known to me or who has produced a FL Drivers License as identification, and who did take an oath, to me known to be the person described in and who executed the foregoing oath, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed his name to said Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at Charlotte County and State aforesaid, this 2nd day of January, 2004.

(SEAL)



Sandra C. Shepherd
Commission # CC997331
Expires Jan. 28, 2005
Bonded Through
Atlantic Bonding Co., Inc.


SANDRA C. SHEPHERD
NOTARY PUBLIC
State of Florida at Large

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN named to accept service of process for the above stated corporation, the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.



FRANK PAOLELLA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA