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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO Ms Beth Register

From RICHARD LANDAU

Re: ALL AMERICAN AUTOMATED VENDORS INC.

IF YOU COULD PLEASE FAX A COPY OF
THE APPROVAL TO 954 455 2769

Please mail back to

RICHARD LANDAU
410 E HOLLANDALE BEACH BLVD #202
HOLLANDALE FL 33009

Thank you FOR your COOPERATION

IF ANY QUESTIONS please call me/AT 954 4589858

CERTIFICATE OF INCORPORATION

-of-

ALL AMERICAN AUTOMATED VENDING, INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

ALL AMERICAN AUTOMATED VENDING, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

1925 NE 27TH ST

WILTON MANORS FL 33306

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TALLAHASSEE, FLORIDA

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The number of Directors of this corporation shall be at least one (1) and no more than five (5).

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

WILTON MANORS FL 33306

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

WILTON MANOR FL 33306

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, JEFFREY GORAYE AND
N/A, both being natural persons, competent to
contract, have hereunto set their hands and seals this 14 day
of JANUARY 19 2004.

Jeffrey D. Saxe

**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 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT ALL AMERICAN AUTOMATED VENDING, INC.
(Name of Corporation)


WITH ITS PLACE OF BUSINESS AT 1925 NE 27TH ST WILTON MANORS FLORIDA
(Business Address, City and State)

HAS NAMED JEFFREY GORAYEB
(Name of Registered Agent)

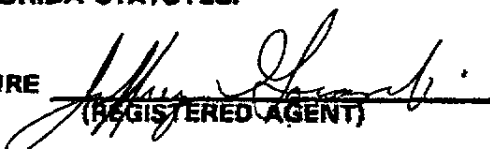
LOCATED AT 1925 NE 27TH ST
(Street Address and Number Of Building,
Post Office Box Addresses ARE NOT Acceptable)

CITY OF WILTON MANORS, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
(City)

OF PROCESS WITHIN FLORIDA.

SIGNATURE 
(Corporate Officer)
TITLE Pres
DATE 1 14 04

**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 ACCEPT THE DUTIES AND
OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.**

SIGNATURE 
(REGISTERED AGENT)
DATE 1 14 04

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TALLAHASSEE, FLORIDA

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314

(NOTE: There is a filing fee of \$3.00 for this certificate)