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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:	HAPPY TWO VENDIN	IG MACHINES, INC	
	(PROPOSED CORPORA	TE NAME – <u>MUST INCL</u>	UDE SUFFIX)
Enclosed are an orig	ginal and one (1) copy of the art	icles of incorporation and	a check for:
□ \$70.00 Filing Fee	·	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	& Certificate of Status
FROM:	JORGE A CONDE Name (Printed or typed)		
	1950	NW 33 ST Address	
	MIAMI, FL 33142 City, State & Zip		
	305-634-1350 Daytime Telephone number		

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

THE UNDERSIGNED subscriber(s) to these Articles of Incorporation, each a natural competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

THE NAME of this Corporation is:

HAPPY TWO VENDING MACHINES, INC.

ARTICLE II. NATURE

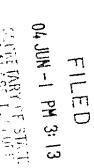
THE GENERAL NATURE of business to be transacted by this Corporation shall be:

VENDING MACHINES

A. To engage in every aspect and phase of the business of operation a

SALES

- B. To conduct business in have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State and Countries.
- C. To contract debts and borrow money, issues and sell or pledge bonds, debentures, notes and other evidence of indebtedness and excite such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.
- D. To purchase the corporate assets of any other corporation and engage in the same other character of business.
- E. To guarantee, endorse, purchase, hold sell, transfer mortgage, pledge or otherwise acquire or dispose of the capital stock of, or any bonds, securities or other evidence or indebtedness created by any other corporation of the State of Florida or any other state or government, and while owners of such stock exercise all the rights, powers and privileges of ownership, including the right to vote such stock.



F. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer of otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

ARTILCE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is (500) FIVE HUNDRED SHRES OF COMMON STOCK, NO PAR VALUE.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than: (1,000.00) ONE THOUSAND DOLLARS.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office or this corporation is:

14007 NW 16 DR. PEMBROKE PINES, FL 33028

ARTICLE VII. DIRECTORS

The names and post office addresses of the member of the first Board of Directors are:

NAME ADDRESS

ROSA M HURLSTON 14007 NW 16 DR. PEMBROKE PINES, FL 33028

PRESIDENT

HEYEN N MACKENNIS 14007 NW 16 DR. PEMBROKE PINES, FL 33028

VISEPRESIDENT



ARTICLE VIII. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation is:

NAME ROSA M HURLSTON

14007 NW 16 DR. PEMBROKE PINES, FL 33028

ARTICLE IX. SUBSCRIBERS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of incorporation be made.

ARTICLE X. REGISTERED AGENT AND REGISTERED ADDRESS

The following individual, has been designated as registered agent per Florida statutes 48.091 to Accept service of process within the state of Florida:

ROSA M HURLSTON

The following is the registered address:

14007 NW 16 DR. PEMBROKE PINES, FL 33028

Of incorporation has (have) hereunto set his (her) to these Articles of Incorporation has (have) hereunto Set his (her) (their) hand (s) and seal (s), this 26 day of MAY, 2004

| Compared to the set his (her) (their) hand (s) and seal (s), this 26 day of MAY, 2004

| Compared to the set his (her) to these Articles of Incorporation has (have) hereunto Set his (her) (their) hand (s) and seal (s), this 26 day of MAY, 2004

HAVING BEEN NAMED to service of process for the above stated corporation, at the The place designated above, I hereby agree to act in this capacity, and I further agree to comply With the provisions of all status relative to the proper and complete performance of my duties.

Varo Whitton (seal)

IN WITNESS WHEREOF the party (ies) to these Articles

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary public duly authorized to take Acknowledgments in the State of Florida, county of Dade, personally appeared,

ROSA M HURLSTON

To me know to be the person(s) described as subscriber (s) in and executed this foregoing Articles of Incorporation and acknowledged before me that (he) (they) subscribed the same.

WITNESS my hand and seal in the county and state last aforementioned, this 26 day of MAY 2004.

NOTARY PUBLIC STATE OF FLORIDA

OFFICIAL NOTARY SEAL JORGE A CONDE COMMISSION NUMBER DD029351

COMMISSION EXPIRES JUNE 16,2005

My commission Expires: June 16, 2005.