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FLORIDA PROFIT/NON PROFIT CORPORATION

Just Vending, Inc.

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**ARTICLES OF INCORPORATION
OF
JUST VENTING, INC.**

A Florida For-Profit Corporation

THE UNDERSIGNED, acting as the Incorporator of a corporation being formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation for the corporation:

Article I - Name

The name of this corporation is Just Venting, Inc. ["Corporation"].

Article II - Principal Place of Business

This Corporation's principal place of business is 407 Commerce Way, Suite 16A, Jupiter, Florida 33458.

Article III - Purpose

The purpose for which the corporation is organized:

- A. For any lawful purpose.
- B. To exercise all those powers as set forth in §607.0302, Fla. Stat. (2005), as amended.
- C. To acquire by purchase, exchange, gift, bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities or stock or other securities, including without limitation, any shares of stock, bonds, debentures, notes, mortgages, or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association or corporation, or any government or subdivisions agencies or instrumentalities thereof; to make payment therefore in any lawful manner or to issue in exchange therefore its own securities or to use its unrestricted or unreserved earned surplus for the purchases of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

Articles of Incorporation of Just Venting, Inc.
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- D. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of anyone or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this Corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the word as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.
- E. The foregoing clauses shall be construed both as purposes and powers, and shall not be held to limit or restrict in any manner the general powers of this Corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article shall be regarded as independent powers and purposes.

Article IV - Shares of Stock

This Corporation shall have the authority to issue 200,000 shares of common voting stock at a par value of \$5.00 per share.

Article V - Amendment

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of the owners of a majority of the stock issued and outstanding at a Shareholders meeting called for that purpose.

Article VI - By-Laws

The By-Laws of this Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Shareholders at any meeting thereof.

Article VII - Shareholder Rights

Shareholders of this Corporation shall have pre-emptive rights to acquire their pro rate share

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of stock of the Corporation for all issues of any class of stock of the Corporation, not matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporation's shares or property through a merger or the extinguishment of debts. Pre-emptive rights shall also apply to the re-issuance of all redeemed or otherwise acquired shares, including the re-issuance of treasury shares. This Article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the Corporation shall take place unless the price at which the stock it to be issued shall be approved by a majority of the Shareholders of the Corporation.

Article VIII - Directors

The number of Directors constituting the initial Board of Directors of this Corporation are four (4). The name(s) and address(es) of the person(s) serving as the initial Director(s) of this Corporation until the Initial Meeting of the Shareholders, or until their successors are elected and qualify, whichever occurs first, shall be:

Name	Address
Sylvester C. Spinetta, III	407 Commerce Way, Suite 16A, Jupiter, Florida 33458
Dennis Mercer	407 Commerce Way, Suite 16A, Jupiter, Florida 33458
Christopher Schneck	407 Commerce Way, Suite 16A, Jupiter, Florida 33458
Terry W. Smith	407 Commerce Way, Suite 16A, Jupiter, Florida 33458

Article IX - Officers

The Officers constituting the initial Officers of this Corporation are President, Vice President, Secretary and Treasurer. The name and address of the person serving as the initial Officers of this Corporation until the Initial Meeting of the Shareholders, or until their successors are elected and qualify, whichever occurs first, shall be:

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Name	Address	Office
Sylvester C. Spinetta, III	407 Commerce Way, Suite 16A, Jupiter, Florida 33458	President
Dennis Mercor	407 Commerce Way, Suite 16A, Jupiter, Florida 33458	Vice President
Christopher Schneck	407 Commerce Way, Suite 16A, Jupiter, Florida 33458	Secretary
Terry W. Smith	407 Commerce Way, Suite 16A, Jupiter, Florida 33458	Treasurer

Article X - Incorporator

The name and address of the Incorporator of this Corporation is:

Name	Address
Sylvester C. Spinetta, III	407 Commerce Way, Suite 16A, Jupiter, Florida 33458

Article XII - Registered Agent

The name and address of the Registered Agent of this Corporation is:

Name	Address
Preston J. Fields, P.A.	11211 Prosperity Farms Road, Suite C-301 Palm Beach Gardens, Florida 33410

**CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to §48.091(1) and §607.051, Fla. Stat. (2004), as amended, this Corporation hereby designates Preston J. Fields, P.A., 11211 Prosperity Farms Road, Suite C-301, Palm Beach Gardens, Florida 33410, to act as Registered Agent for this Corporation to accept service of process within this State.


SYLVESTER C. SPINETTA, III

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As President of Just Venting, Inc.

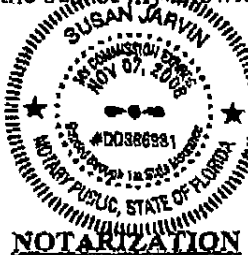
ACKNOWLEDGMENT

I, Preston J. Fields, Sr., as President of Preston J. Fields, P.A., do hereby accept the appointment of Registered Agent for this Corporation and do hereby agree to serve as Registered Agent, to act in this capacity, and to comply with the provision of said statute relative to the keeping of a registered office of the Corporation.



PRESTON J. FIELDS, SR.
As Registered Agent

I, Sylvester C. Spinetta, III, as Incorporator for this Corporation do hereby acknowledge that all facts herein are true and correct to the best of my knowledge.

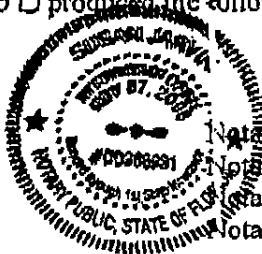

SYLVESTER C. SPINETTA, III
As Incorporator

NOTARIZATION

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Sylvester C. Spinetta, III, as Incorporator, who, after being duly cautioned and sworn, deposes and says that he has read the above information and it is true and correct.

THE FOREGOING INSTRUMENT was ☒ sworn to, ☐ affirmed, or ☐ acknowledged before me on this 4th day of December, 2006, Sylvester C. Spinetta, III, who is ☒ personally known to me or who ☐ produced the following type of identification _____.



NOTARY PUBLIC

Notary Signature: _____
Notary Name: _____
Notary Commission: _____
Notary Expiration: _____

