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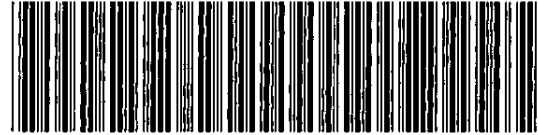
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GEORGE E. DIMOCK, EA

May 30, 2008


Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: Kimco Amusements, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/>	\$70.00 filing Fee
<input checked="" type="checkbox"/>	\$78.75 Filing Fee & Certificate of Status
<input type="checkbox"/>	\$78.75 Filing Fee & Certified Copy
<input type="checkbox"/>	\$87.50 Filing Fee, Certified Copy, & Certificate of Status

Sincerely,


George E. Dimock, EA
26756 Main Street
Ardmore, AL 35739
(256) 423-8252

STATE OF FLORIDA
Lee County

DOMESTIC FOR-PROFIT CORPORATION

ARTICLES OF INCORPORATION

PURSUANT TO THE PROVISIONS OF CHAPTER 607 OR 621, F.S., THE UNDERSIGNED
HEREBY ADOPTS THE FOLLOWING:

Article I

The name of the corporation shall be Kimco Amusements, Inc.

Article II

The principal place of business and mailing address of the corporation are::
50 Pine Allen Road, Suites 10, 11, 12
North Ft Myers, FL 33902

Article III

The corporation has been organized for the purpose of :
To Operate and Own Vending Machine s and any other Lawful Purpose

Article IV

The number of shares in which the corporation shall have the authority to issue shall be
ONE THOUSAND (1,000) shares of common stock having the value of ONE DOLLAR AND 00/100
(\$1.00) per share.

Article V

The location of the initial registered office of said corporation shall be North Ft Myers, FL 33902
with the right to establish, maintain and operate other offices, branches and places elsewhere.

The initial registered agent for this corporation is Kimberly Hastings
whose address is 50 Pine Allen Road, Suites 10, 11, 12, North Ft Myers, FL 33902

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Article VI

The Board of Directors shall be clothed with full power and authority to manage and conduct the property and business of the corporation. The names and addresses of the persons constituting the initial Board of Directors are:

OFFICE

NAME AND ADDRESS

President

Kimberly Hastings
50 Pine Allen Road, Suites 10, 11, 12
North Ft Myers, FL 33902

Secretary/Treasurer

Kimberly Hastings
50 Pine Allen Road, Suites 10, 11, 12
North Ft Myers, FL 33902

Article VII

The name and address of the Incorporators and the number of shares subscribed to them are:

NAME

ADDRESS

Kimberly Hastings

50 Pine Allen Road, Suites 10, 11, 12
North Ft Myers, FL 33902

1000

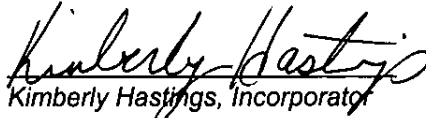
Article VIII

The corporation shall have all powers granted under the Alabama Business Corporation Act which shall specifically include, but not be limited to, the power to:

- 1) Borrow money and secure the same by a mortgage or security interest in any or all of its real personal property
- 2) Act as a guarantor or surety on indebtedness of other parties.
- 3) Do all and everything necessary, suitable and proper for the accomplishment of any of the purposes of the corporation or in furtherance of any of the powers of the corporation, wither alone or in partnership, general or limited, with other corporations, firms or individuals, provided the same shall not be in violation of the laws of the State of Alabama

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this the 2 day of June, 2008.

THIS DOCUMENT PREPARED BY: George E. Dimock, EA
Accounting & Business Services
26756 E. Main Street
Ardmore, AL 35739


Kimberly Hastings, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Kimberly Hastings, Registered Agent

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