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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

So Fresh Vending, Inc.

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ARTICLES OF INCORPORATION
 of
SO FRESH VENDING, INC.

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE IName

The name and address of this corporation shall be: **SO FRESH VENDING, INC., 2296 Lake Pointe Circle, Leesburg, FL 34748.**

ARTICLE IIPurposes

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

ARTICLE IIIStock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 10,000 shares of common stock each with a par value of \$1.00.

ARTICLE IVSubscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator are:

NAMEADDRESS

CEDRIC J. TANKSON

 2296 Lake Pointe Circle
 Leesburg, FL 34748

The names and addresses of the Director(s) are:

William H. Cauthen, Esquire
 Cauthen & Feldman, P.A.
 Attorneys at Law
 215 North Joanna Avenue
 Tavares, FL 32778
 (352)343-2225
 Florida Bar #133488
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<u>NAME</u>	<u>ADDRESS</u>
CEDRIC J. TANKSON	2296 Lake Pointe Circle Leesburg, FL 34748
SHERRY TANKSON	2296 Lake Pointe Circle Leesburg, FL 34748

ARTICLE V
Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VI
Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- A. Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- B. Reorganization, merger or consolidation of the corporation;
- C. Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- D. Dissolution of the corporation.

ARTICLE VII
Term of Existence

This corporation shall exist perpetually.

ARTICLE VIII
Directors

A. The business of the corporation shall be managed initially by a board of two director(s). The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a

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majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of the director's own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill the vacancy by voting for the removed director without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of the shareholder's own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE IX

Effective Date

The date that corporate existence shall begin is the date of execution of these Articles of Incorporation. This election is pursuant to Florida Statute 607.0123.

ARTICLE X

Registered Office and Registered Agent

The address of the initial registered office of this corporation is 2296 Lake Pointe Circle, Leesburg, FL 34748. The name of the Registered Agent of this corporation is CEDRIC J. TANKSON at the above office address.

ARTICLE XI

Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the shareholders entitled to vote, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 15th day of July, 2008.


CEDRIC J. TANKSON

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I hereby accept to act as initial Registered Agent for SO FRESH VENDING, INC., as stated

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in these Articles of Incorporation.

Dated: 7/15, 2008



CEDRIC J. TANKSON