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ACCOUNT NO. : 072100000032

REFERENCE : 611435 81172A

AUTHORIZATION : Patricia Pugh

COST LIMIT : 9 PREPAID

ORDER DATE : June 7, 1995

ORDER TIME : 10:48 AM

ORDER NO. : 611435

CUSTOMER NO: 81172A

CUSTOMER: Kurt R. Borglum, Esq
KURT R. BORGLUM, P.A.

Suite B
366 East Graves Avenue
Orange City, FL 32763-5266

DOMESTIC FILING

NAME: 3 GUYS VENDING, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

NANCY HENDRICKS JUN - 7 1995

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
3 GUYS VENDING, INC.

FILED
JUL 17 1993
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of the corporation is 3 Guys Vending, Inc. The mailing address of the corporation is 2440 Pine Tree Acres Lane, Deltona, Florida 32738.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock.

ARTICLE IV. REGISTERED AGENT AND INITIAL

REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Kurt R. Borglum, P.A.
366 East Graves Avenue, Suite B
Orange City, Florida 32763

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE V. BOARD OF DIRECTORS

This Corporation shall have ONE (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VI. INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

Joseph D. Salvia
2440 Pine Tree Acres Lane
Deltona, Florida 32738

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Joseph D. Salvia
2440 Pine Tree Acres Lane
Deltona, Florida 32738

ARTICLE VIII. AMENDMENT

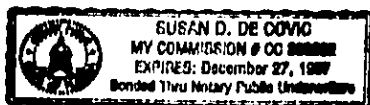
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and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

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 31st day of May, 1995.

By: Joseph D. Salvia
Joseph D. Salvia

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

BEFORE ME, a Notary Public, personally appeared Joseph D. Salvia, known to me to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 31st day of May, 1995.



Susan D. De Corio

Notary Public, State of Florida at Large

My Commission expires: *12/27/97*

The undersigned, having been named Registered Agent to accept service of process for the above-stated corporation, at the place designated in the above Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office, and is familiar with and accepts the obligations provided in Section 607.325, Florida Statutes.

Kurt R. Borglum, P.A.

By:

Kurt R. Borglum
Kurt R. Borglum, President

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June 24, 1996

REPLACEMENT FEE 1996

ANNUAL REPORT: 3 GUYS VENDING,
INC.

DEBIT MEMO: # 63852-C

CHECK #: 211

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***215.00 ***215.00