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NAME: DISPENS-A-CARD INTERNATIONAL, INC.
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ARTICLES OF INCORPORATION
of
DISPENS-A-CARD INTERNATIONAL, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **DISPENS-A-CARD INTERNATIONAL, INC.**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

ARTICLE IV

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is Three million (3,000,000) shares of capital stock, \$0.01 par value per share, which capital stock is designated as Common Stock.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation shall be one (1). The number of directors may be increased or

Prepared by:
Mark J. Ryan
FL Bar # 321842
2 S. Douglas Blvd.
Suite 200
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diminished from time to time by a vote of the shareholders, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Bryan I. Zand - President/Director
2173 Champions Way
North Lauderdale, Florida 33068

Steve Lourim - Secretary/Treasurer
2173 Champions Way
North Lauderdale, Florida 33068

The name and address of the incorporator signing these Articles are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite 3599
Miami, Florida 33131

ARTICLE VII

The name and address of the initial registered agent and the initial registered office are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite 3599
Miami, Florida 33131

ARTICLE VIII

The initial by-laws of the corporation shall be adopted by the directors. Thereafter, by-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

ARTICLE IX

The principal place of business and mailing address of this corporation is:

2173 Champions Way
North Lauderdale, Florida 33068

EXECUTED at Miami, Florida, this 20th day of July, 1995.


Mark J. Bryn, Incorporator

Prepared by:
Mark J. Bryn
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