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O'NEILL & O'NEILL SERVICES
ACCOUNTING & PARALEGAL
POST OFFICE BOX 50975
JACKSONVILLE BEACH, FL 32240-0975
904 - 249-3100

July 20, 1995

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

9000001553448
-08/04/95--01053--001
****123.50 ****123.50

Re: GALL VENDING, INC.

Enclosed please find the Articles of Incorporation for the above referenced business, along with our check in the amount of \$123.50. Please file the Articles and return a certified copy to us at your earliest convenience.

Thank you,

Karen B. O'Neill

Karen B. O'Neill for
Gall Vending, Inc.

/kbo
enclosures
cc. Douglas T. Gall

SN
2/7/95

TALLAHASSEE, FLORIDA

95 AUG -4 AM 10:58

FILED

ARTICLES OF INCORPORATION
OF
GALL VENDING, INC.

FILED

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ARTICLE I - NAME AND LOCATION OF PRINCIPAL OFFICES STATE
TALLAHASSEE, FLORIDA

The name of this corporation is: GALL VENDING, INC., with initial principal offices located at: 266 Pine Street, Atlantic Beach, FL 32233.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in a vending business, and any other activity or business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is: Karen B. O'Neill of O'Neill & O'Neill Services, Inc., 1009 21st Street North, Jacksonville Beach, FL 32250. A Certificate and Acceptance of Designated Registered Agent is attached hereto as Exhibit "A".

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors constituting the initial Board of Directors, who shall serve in an advisory capacity only. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one (1) director nor more than five (5). The name and street address of each of the directors on the initial Board of Directors of the corporation are:

Name and address Board of Directors Continued

NAME	ADDRESS
Douglas T. Gall	266 Pine Street Atlantic Beach, FL 32233
Hubert P. Harmon	266 Pine Street Atlantic Beach, FL 32233

ARTICLE VIII - OFFICERS

The officers of the corporation shall be a president, vice-president, secretary and treasurer, who shall be appointed by the Board of Directors as shall be prescribed by the bylaws. The name and street address of each of the initial officers is:

NAME	ADDRESS
Douglas T. Gall President, Treasurer	266 Pine Street Atlantic Beach, FL 32233
Hubert P. Harmon Vice President	266 Pine Street Atlantic Beach, FL 32233
Jennifer McIntyre Secretary	266 Pine Street Atlantic Beach, FL 32233

ARTICLE IX - INCORPORATORS

The name and address of each of the Incorporators signing these articles is :

NAME	ADDRESS
Douglas T. Gall	266 Pine Street Atlantic Beach, FL 32233

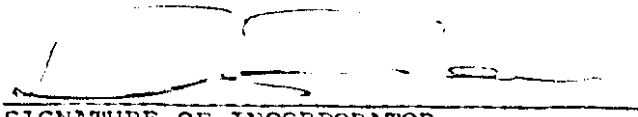
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 31st day of July 1995.



SIGNATURE OF INCORPORATOR
DOUGLAS T. GALL

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared DOUGLAS T. GALL, to me well known, who, after being by me first duly sworn, acknowledged to and before me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 31st day of July 1995.




NOTARY PUBLIC, STATE OF FLORIDA
MY COM. EXPS: 3/15/98

CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that GALL VENDING, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business at 266 Pine Street, Atlantic Beach, FL 32233, has named KAREN B. O'NEILL, of O'Neill & O'Neill Services, Inc., 1009 21st Street North, Jacksonville Beach, FL 32250, as its agent to accept service of process within the State of Florida.

Dated: July 31st, 1995

GALL VENDING, INC.

BY: 

DOUGLAS T. GALL, President

A C C E P T A N C E

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



KAREN B. O'NEILL, Registered Agent
GALL VENDING, INC.

EXHIBIT "A"

FILED
JUL 31 1995
CLERK OF COURT
JACKSONVILLE
FLORIDA