

P 960000 177192



ACCOUNT NO. : 0721000000032  
REFERENCE : 057230 01095A  
AUTHORIZATION :  
COST LIMIT : \$ FPD

ORDER DATE : February 23, 1996  
ORDER TIME : 10:05 AM  
ORDER NO. : 057230

CUSTOMER NO: 01095A  
CUSTOMER: Thomas W. Johnston, Esq  
THOMAS W. JOHNSTON, ESQUIRE  
Suite 103  
1201 East Atlantic Boulevard  
Pompano Beach, FL 33060

000001723140  
-02/23/96--01090--002  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: ACE SNACKS, INC.

EFFECTIVE DATE:

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

CONTACT PERSON: JENNIFER MORAN  
EXAMINER'S INITIALS:

FILED  
96 FEB 23 AM 9:36 96 FEB 23 PM 12:14  
RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

SAB  
2/26/96

**ARTICLES OF INCORPORATION**

**OF**

**ACE SNACKS, INC.**

**FILED**

**96 FEB 23 AM 9:36**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation is:

**ACE SNACKS, INC.**

**ARTICLE II**

The duration of the corporation is perpetual.

**ARTICLE III**

The general purposes for which the corporation is organized are:

1. The vending machine business.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**

The aggregate number of shares which the corporation is authorized to issue is 5,000. Such shares shall be of a single class and shall have a par value of \$1.00. The shares shall be designated "common shares".

#### **ARTICLE V**

The address of the principal office and mailing address of the corporation is 120 S.E. 9th Street, Pompano Beach, Florida 33060. The name and address of the initial Registered Agent is Loic BonSaintCome, 120 S.E. 9th Street, Pompano Beach, Florida 33060.

#### **ARTICLE VI**

The number of directors constituting the initial board of directors of the corporation is one, but may be amended by change of the corporate by-laws upon majority vote of the shareholders. The name and address of the person who is to serve as the member of the initial board of directors is:

Loic BonSaintCome  
120 S.E. 9th Street  
Pompano Beach, Florida 33060

#### **ARTICLE VII**

The name and address of the incorporator is:

Loic BonSaintCome  
120 S.E. 9th Street  
Pompano Beach, Florida 33060

#### **ARTICLE VIII**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the director of the corporation.

#### **ARTICLE IX**

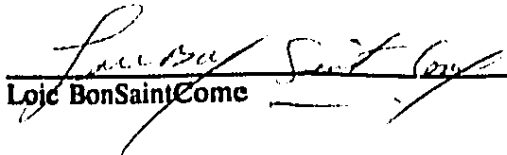
Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of FEB, 1996.

  
Loïc BonSaintCome

**CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

First, that Ace Snacks, Inc. is qualified to do business under the laws of the State of Florida with its principal office at 120 S.E. 9th Street, Pompano Beach, County of Broward, State of Florida, has appointed Loic BonSaintCome, 120 S.E. 9th Street, Pompano Beach, County of Broward, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: *Lauryn Saint Come*  
Registered Agent

**FILED**  
96 FEB 23 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA