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LAW OFFICES

WILSON, JOHNSON & JAFFER, P. A.

27 SOUTH ORANGE AVENUE  
SUITE ONE  
GARRADOTA, FLORIDA 34230

TELEPHONE  
(013) 955-5800

FACSIMILE  
(013) 955-7353

March 18, 1996

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

To Whom It May Concern

Re: Vita-Vend, Inc.

000001754630  
-03/22/96--01080--003  
\*\*\*\*122.50 \*\*\*\*122.50

We are enclosing Articles of Incorporation of Vita-Vend, Inc., and a check for \$122.50 for filing.

Please transmit the certificate of incorporation and certified copy of the articles to the undersigned at the above address.

Very truly yours,

Robert M. Johnson

RJM/jw

Encls

FILED  
96 MAR 22 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL MAR 28 1995

**ARTICLES OF INCORPORATION  
OF  
VITA-VEND, INC.**

**FILED**  
96 MAR 22 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby execute this document for the purpose of becoming a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is **VITA-VEND, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the principal office of the corporation is 240 N. Polk Drive, Sarasota, Florida 34236.

**ARTICLE III - DURATION**

This corporation shall have perpetual existence.

**ARTICLE IV - PURPOSES**

The purposes for which the corporation is organized are:

A. To do any and all things or to engage in any activities in which corporations doing business in the State of Florida are authorized to engage by the general corporation laws.

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares which the corporation has the authority to issue is 7,000, all of which shall be common shares with par value of \$1.00 per share.

**ARTICLE VI - PREEMPTIVE RIGHTS GRANTED**

Each share holder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation any securities

of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### **ARTICLE VII - REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 240 N. Polk Drive, Sarasota, Florida 34236, and the name of the initial registered agent at such address is **JO ELLEN HITTLE**.

#### **ARTICLE VIII - DIRECTORS**

The first Board of Directors of the corporation shall consist of:

**JO ELLEN HITTLE**  
240 N. Polk Drive  
Sarasota, Florida 34236

**KORY TEAGUE**  
240 N. Polk Drive  
Sarasota, Florida 34236

#### **ARTICLE IX - INCORPORATORS**

The name and address of the incorporators are:

**JO ELLEN HITTLE**  
240 N. Polk Drive  
Sarasota, Florida 34236

**KORY TEAGUE**  
240 N. Polk Drive  
Sarasota, Florida 34236

#### **ARTICLE X - OFFICERS**

Section 1: The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws. The duties of each officer shall be set forth in the By-Laws.

Section 2: The names of the person who is to serve as officer of the corporation for the ensuing year, or until the first annual meeting of the corporation, are:

OFFICE

NAME AND ADDRESS

President

**JO ELLEN HITTLE**  
240 N. Polk Drive  
Sarasota, Florida 34236

Vice-President  
Secretary &  
Treasurer

**KORY TEAGUE**  
240 N. Polk Drive  
Sarasota, Florida 34236

**ARTICLE XI - MAJORITY CONSENT VOTING**

Any action required or permitted by the Florida Corporation Act at an annual or special meeting of Stockholders may be taken without a meeting, without prior written notice and without a vote if consented to in writing by the holders of outstanding shares having at least the minimum number of votes necessary to authorize or ratify such action if taken at a meeting at which all shares entitled to vote were present and voted. Prompt written notice of the taking of said action shall be given to the nonconsenting Stockholders by (among other methods) mailing said notice to said Stockholders by first class mail, postage prepaid, to their address of record.

**ARTICLE XII - COMMENCEMENT OF EXISTENCE**

The corporation shall be deemed to commence its existence on the first day wherein it is qualified to transact business in the State of Florida.

IN WITNESS WHEREOF, we have subscribed our names this 18<sup>th</sup> day of

March, 1996.

Jo Ellen Hittle  
JO ELLEN HITTLE

Kory Teague  
KORY TEAGUE

STATE OF FLORIDA  
COUNTY OF SARASOTA

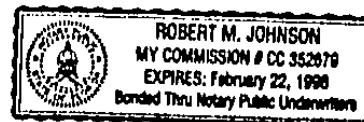
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared **JO ELLEN HITTLE and KORY TEAGUE**, to me known personally or have produced \_\_\_\_\_ to be the persons in and who executed the foregoing instrument and they acknowledged before me that they executed the same. (If no type of identification is indicated the person is personally known to me.)

18<sup>th</sup> WITNESS my hand and official seal in the County and State last aforesaid this day of March, 1996.

(Notary Seal)

My Commission Expires:

Robert M. Johnson  
Notary Public  
ROBERT M. JOHNSON  
Print Name of Notary Public



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

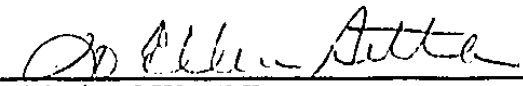
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In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted in compliance with said Act:

That **VITA-VEND, INC.**, desiring to organize under the laws of the State of  
Florida with its principal office as indicated in the Articles of Incorporation at Sarasota, Florida,  
has named **JO ELLEN HITTLE**, of 240 N. Polk Drive, Sarasota, Florida 34236, as its agent  
to accept process within this State.

**ACKNOWLEDGMENT**

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

  
**JO ELLEN HITTLE**  
Resident Agent

**FILED**  
96 MAR 22 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA