

6/31/96

FLORIDA DIVISION OF CORPORATIONS

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STATE OF FLORIDA
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FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GUMBALL EXPRESS VENDING CORP.

FAX AUDIT NUMBER: H90000007894

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/3/96
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DIVISION OF CORPORATIONS

95 JUN -3 AM 8:34

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EMPIRE CORPORATE KIT

MAY-31-1996 17:05

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Robert M. Kahn, Esq.
(205) 475-8880
8211 W. Broward Blvd.
Suite PH4
Plantation, FL 33324
FBN. 867791

ARTICLES OF INCORPORATION

OF

GENERAL EXPRESS VENDING CORP.

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The undersigned subscriber(s) to these Articles of Incorporation, a natural person(s) competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is:

GENERAL EXPRESS VENDING CORP.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be: to engage in and carry on any activity or business permitted under the laws of the United States and the State of Florida, and to have and exercise all of the powers conferred by the laws of the State of Florida upon corporations formed hereunder, and to do any or all of the things hereinbefore set forth as principal, agent, or otherwise, either alone or in conjunction with others, and in any part of the world.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of common stock at One Dollar (\$1.00) par value each, which shares shall be designated "Common Shares".

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ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred and No/100 Dollars (\$500.00).

ARTICLE VI

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

2816 Northwest 109th Avenue
Sunrise, FL 33322

The Board of Directors may from time to time move the principal office to any other address in the State of Florida, and establish branches and subsidiaries in any place within and without the United States.

ARTICLE VII

DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders without the necessity of formal amendment hereof, but shall never be less than one (1).

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ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and post office address(es) of the member(s) of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until a successor is elected and has qualified, is (are):

Richard D. Ferri
2816 Northwest 109th Avenue
Sunrise, FL 33322

ARTICLE IX

SUBSCRIBERS

The name(s) and post office address(es) of the subscriber(s) of these Articles of Incorporation and the number of shares he(they) agree(s) to take are:

Richard D. Ferri - 7,500 shares
2816 Northwest 109th Avenue
Sunrise, FL 33322

ARTICLE X

OFFICERS

The names and street addresses of the officers of this corporation, who shall hold office until the organization meeting of the corporation and until their successors are duly elected and have duly qualified, are as follows:

Richard D. Ferri - President, Secretary,
Treasurer
2816 Northwest 109th Avenue
Sunrise, FL 33322

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ARTICLE XI

AMENDMENT OF ARTICLES

The 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 a majority of the stock entitled to vote thereon unless all the directors and a majority of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made, in which event these Articles of Incorporation may be amended in such manner.

ARTICLE XII

REGISTERED AGENT

The name and address of the initial Registered Agent of the corporation who shall accept service of process within this state on behalf of the corporation is as follows:

NAME

ROBERT M. KAHN, ESQ.

ADDRESS

KAHN & CUTLER
Paine Webber Plaza, Penthouse 4
8211 West Broward Boulevard
Plantation, FL 33324

IN WITNESS WHEREOF, the undersigned, being the original subscriber(s) to the foregoing Articles of Incorporation, has (have) set his (their) hand(s) and seal(s) this 20th day of MAY, 1976.

Richard D. Levi

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ACCEPTANCE OF REGISTERED AGENT

I hereby acknowledge acceptance of the appointment
Registered Agent upon whom service of process may be made.

Robert M. Kahn
ROBERT M. KAHN, ESQ.

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95 JUN -3 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF BROWARD)


The foregoing instrument was acknowledged before me, this
20th day of May, 1996, by Richard Fucci
who is personally known to me and who did take an
oath.

Robert M. Kahn (SEAL)
Notary Public, State of Florida
Name: Robert M. Kahn
Commission number: _____
My Commission expires: _____

STATE OF FLORIDA)
COUNTY OF BROWARD)

OFFICIAL NOTARY SEAL
ROBERT M. KAHN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 00000001
MY COMMISSION EX. MAY 14, 1999

The foregoing instrument was acknowledged before me, this
20th day of May, 1996, by Robert M. Kahn
who is personally known to me and who did take an
oath.

 (SEAL)
Carol Ann Lagomastro
My Commission Expires
Expires Dec. 22, 1998
Notary Public, State of Florida
Name: Carol Ann Lagomastro
Commission number: _____
My Commission expires: _____

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