

Charter Number Only

8/19/96 **P96 00006992**

96 AUG 20 AM 11:01
DIVISION OF CORPORATION

FILED
AUG 22 PM 21
TALLAHASSEE, FLORIDA

JOEL WEISS
Requestor's Name
2131 Hollywood Blvd #504
Address
Hollywood, Florida 33000
City State ZIP Phone
(954) 925-6464

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***122.50 ***122.50

CORPORATION(S) NAME

NICE JOE INC.

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input checked="" type="checkbox"/> Pick Up | <input type="checkbox"/> Mail Out |

Name
Availability
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Examiner
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Verifier
Acknowledgment
W.P. Verifier

W96 17440

CERTIFIED COPY

AUG 22 1996

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 20, 1996

EMPIRE

TALL, FL 32301

SUBJECT: NICE ICE, INC.
Ref. Number: W96000017440

FILED
96 AUG 22 PM 12:21
TALLAHASSEE, FLORIDA

We have received your document for NICE ICE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 596A00039574

RECEIVED
96 AUG 22 AM 9:51
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

NICE NATURAL ICE, INC.

ARTICLE I - NAME

The name of this corporation is
The Principal office of the corporation is 4068 N.E. 8th
Avenue, Fort Lauderdale, Florida 33334.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of
furnishing businesses with ice vending machines and supplies
as well as for the purpose of transacting any and all lawful
business for which a corporation may be incorporated.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue seven thousand,
five hundred (7,500) shares of One Dollar (\$1.00) par value
common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The street address of the initial registered office of
this corporation is 4068 N.E. 8th Avenue, Fort Lauderdale,
Florida 33334, and the name of the initial registered agent
of this corporation at that address is BART SCHOENFELD.

FILED
25 AUG 22 PM 12:21
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL
BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is :

Bart Schoenfeld
4068 N.E. 8th Avenue
Fort Lauderdale, FL 33334

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Bart Schoenfeld
4068 N. E. 8th Avenue
Fort Lauderdale, FL 33334

ARTICLE VIII - BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted, by either the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any By-Laws adopted by the Shareholders if the Shareholders specifically provide such By-Law is not subject to amendment or repeal by the Directors.

ARTICLE IX - APPROVAL OF
SHAREHOLDERS REQUIRED FOR
MERGER

The approval of a majority of the Shareholders of the

Corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

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 - DIRECTORS' COMPENSATION

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of this Corporation.

ARTICLE XII - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the first right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

ARTICLE XIII - PREFERENCES LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Section 1. DIVIDENDS

The holders of record of the Common Shares of this Corporation shall be entitled to dividends at such times as the Corporation is authorized to pay dividends.

Section 2. RIGHT UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary

liquidation, dissolution or winding up of this Corporation, the holders of record of the outstanding Common Shares shall be paid from the remaining assets of this Corporation ratably.

Section 3. VOTING RIGHTS.

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.


ARTICLE XIV - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE XV - AMENDMENTS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any Amendments thereto, 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 16th day of August, 1996.


BART SCHOENFELD

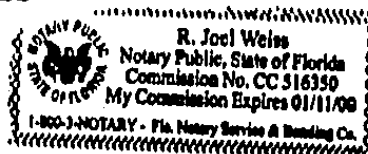
STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

BEFORE ME, a notary public, authorized to take
acknowledgments in the State and County set forth above,
personally appeared BART SCHOENFELD, known to me and
known by me to be the person who executed the foregoing
Articles of Incorporation, and he acknowledged before
me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the state and County aforesaid,
this 16th day of August, 1996.


Notary Public, State of Florida at Large
R. JOEL WEISS


My Commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been appointed as Registered
Agent for the above named corporation, hereby consents to
said appointment and agrees to serve as same for said
corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal this 16th day of August, 1996.

 (SEAL)
BART SCHOENFELD

FILED
96 AUG 22 PM 12:21
TALPAC, FLORIDA

P960000 69992

10-29-96

Registrator's Name *J. L. Weiss* H504
Address *2131 W. Highway 6, P.O. 33020*
Hollywood, FL 33020
City State ZIP Phone

954-925

VALIDATION ONLY

FILED
95 OCT 31 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100001992451---2
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*****35.00 *****35.00

CORPORATION(S) NAME

Sambek Marketing, Inc.

- | | | |
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| <input type="checkbox"/> NonProfit | | |
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| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

N. HENDRICKS NOV - 1 1996

RECEIVED
95 OCT 31 AM 11:03
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

AMENDMENT TO ARTICLES OF INCORPORATION

THIS AMENDMENT TO ARTICLES OF INCORPORATION, made and entered into the date indicated below of NICE NATURAL ICE, INC., a corporation organized and existing under the laws of the State of Florida:

W I T N E S S E T H

WHEREAS, the Board of Directors and the sole Shareholder of NICE NATURAL ICE, INC., at a duly convened Joint special meeting thereof, on the 23rd day of October, 1996, each unanimously determined and approved that the Corporation should amend its Articles of Incorporation so as to change its name and address.

NOW, THEREFORE, the following Amendment to Articles of Incorporation of NICE NATURAL ICE, INC., is hereby adopted:

ARTICLE 1. of the Articles of Incorporation is hereby amended by the substitution of NICE NATURAL ICE, INC., so as to change the Corporation's name to "SAMBK MARKETING, INC.," by which corporate name it shall hereafter be known. The address of the is hereby changed to 2233 S. E. 15th Street, Pompano Beach, Florida 33062.

This Amendment to Articles of Incorporation shall become effective upon being filed in appropriate form by the Corporation in the office of the Secretary of State of the State of Florida.

RECEIVED
SECRETARY OF STATE
OCT 31 PM 12 15
TALLAHASSEE, FLORIDA

Dated this 22nd day of October, 1996.

NICE NATURAL ICE, INC.

Attest:

By: Bart Schoenfeld

BART SCHOENFELD
President

Bart Schoenfeld
BART SCHOENFELD
Secretary

(Corporate Seal)

The undersigned, being all the sole Shareholder of NICE NATURAL ICE, INC., hereby ratifies and approves the adoption of the above Amendment to Articles of Incorporation.

Bart Schoenfeld (SEAL)
BART SCHOENFELD

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared BART SCHOENFELD, President and Secretary, of Nice Natural Ice, Inc., who is to me well known to be the person described in and who subscribed the above Amendment to Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Hollywood, in said County and State this 29th day of October, 1996.

Joel Weiss
Notary Public, State of Florida
R. JOEL WEISS

