

P96000/01003

ALL-IN-ONE VENDING  
3370 SW 17 ST  
MIAMI, FL 33145

100002029101--8  
-12/13/96--01082--012  
\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
96 DEC 24 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

505-634-  
W910-20383

Dmc 12/26/96



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

December 16, 1996

**ALL-IN-ONE VENDING**  
3370 SW 17 STREET  
MIAMI, FL 33145

**SUBJECT: ALL-IN-ONE VENDING**  
Ref. Number: W96000026383

We have received your document for **ALL-IN-ONE VENDING** 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: **CORPORATION, CORP., COMPANY, CO., INC.,** and **INCORPORATED.**

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 796A00056043

**ARTICLES OF INCORPORATION  
OF  
ALL-IN-ONE VENDING, CORP.**

**FILED**  
96 DEC 24 AM 8:41  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is: ALL-IN-ONE VENDING, CORP..

**ARTICLE II. PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business and the general nature of the businesses to be transacted by this corporation shall include , but not limited to:

To engage in the business of buying vending machines and placing them in different locals in the State of Florida and to carry out services incident thereto.

To purchase manufacturers goods for placement in the vending machines.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under its laws, and to do any all things hereinbefore set forth to the same extent as natural persons might or could do.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding is 500 shares of common stock with a par value of \$1.00.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock is being issued pursuant to section 1244 of the Internal Revenue Code, the pertinent provisions of which are hereby incorporated herein by reference and made a part hereof.

#### **ARTICLE IV. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE V. INITIAL REGISTERED OFFICE AND PRINCIPAL OFFICE AND REGISTERED AGENT**

The street address of the initial registered office and principal office of this corporation is 3370 S.W. 17th Street, Miami, Florida 33145.

The name of the Initial Registered Agent of this corporation is Anthony Rey.

The Board of Directors, may from time to time, move the registered office to any other address in Florida.

#### **ARTICLES VI. DIRECTORS**

This corporation shall have This corporation shall have one director initially. The number of directors may be increased or decreased from, time to time, in such a manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability

provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights occurring to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper cause even though not specifically herein provided for.

No contract of any other transaction between this corporation and any other corporation and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation pecuniary or otherwise interested in, or are directors or officers of, such other corporation; and director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of the corporation provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation which is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

## **ARTICLE VII.**

### **INITIAL DIRECTORS AND OFFICERS**

The names and street addresses of the initial directors and initial officers of this

corporation are as follows:

Anthony Rey  
President / Treasurer  
3370 S. W. 17th Street  
Miami, Florida 33145

Jacqueline Rey  
Vice President / Secretary  
3370 S. W. 17th Street  
Miami, Florida 33145

#### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator being subscriber to these Articles of

Incorporation is:

Anthony Rey  
3370 S. W. 17th Street  
Miami, Florida 33145

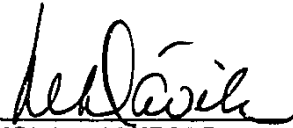
IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles  
of Incorporation on this 9<sup>th</sup> day of DECEMBER, 1996.

  
\_\_\_\_\_  
ANTHONY REY

STATE OF FLORIDA )  
                                  )SS.  
COUNTY OF DADE    )

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared ANTHONY REY known to me and known to by me to be the person who executed the foregoing Articles of Incorporation and acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, on this 9<sup>TH</sup> day of DECEMBER 1996.

  
NOTARY PUBLIC,  
State of Florida at Large

My Commission Expires:



M. DAVILA  
COMMISSION # CG 547783  
EXPIRES JUN 01, 2000  
BONDED THRU  
ATLANTIC BONDING CO.

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

**FILED**

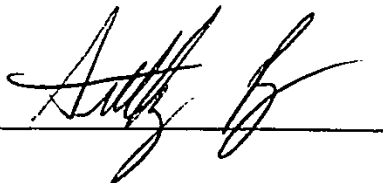
96 DEC 24 AM 8:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with section 48.091, Florida Statutes, the following is submitted:

First: That All-In-One Vending, Corp. is desiring to organize principle place of business at the City of Miami, State of Florida, has named Anthony Rey located at 3370 S.W. 17th Street, Miami, Florida 33145, as its agent and to accept service of process within Florida.

Signature: \_\_\_\_\_



Title: \_\_\_\_\_

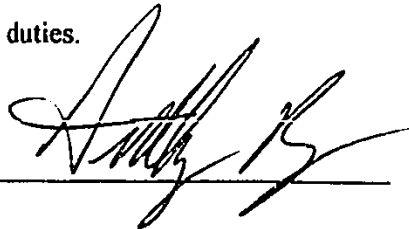
President

Date: \_\_\_\_\_

12/19/96

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

Signature: \_\_\_\_\_



Date: \_\_\_\_\_

12/19/96