

P97000041944

E. T. Hand & Associates

ACCOUNTING AND FINANCIAL SERVICES

FILED

97 MAY -5 PM 2: 19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 29, 1997

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-05/05/97--01112--020

\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

Attached are Articles of Incorporation for **Phantom Vending**, for filing with the State. Also, enclosed is a check in the amount of \$70 for filing fees. + *87.75 for certificate*.

Please notify the undersigned of the official filing date.

Sincerely,

*E. T. Hand*

Elizabeth T. Hand

Enclosures

*Elizabeth Hand*

*last of - corp name*

*OK*

*JK 5/12/97*  
*1083*  
*JK*

**ARTICLES OF INCORPORATION  
of  
PHANTOM VENDING, INC.**

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SOUTH FLORIDA STATE  
TALLAHASSEE, FLORIDA

The name of this corporation is **Phantom Vending, Inc..**

**II.**

This corporation shall have perpetual existence, unless sooner dissolved according to law.

**III.**

This corporation is organized for the following purposes: To engage in the transaction of any and all lawful business whatsoever. The specific nature of the business of this Corporation shall be to provide vending machine services; to receive income and disburse funds; and handle all general business and administrative business that may be required in the normal operation of a legally constituted corporation.

**IV.**

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

**V.**

The street address of the initial registered office of this corporation, and the principal address of this corporation, is:

20013 NW 62nd Place  
Miami Lakes, FL 33015

and the name of the initial registered agent of this corporation at that address is

**NICOLA MIELE**

VI.

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of this corporation shall be:

Nicola Miele  
20013 NW 62nd Place  
Miami Lakes, FL 33015

Leda Quesada  
20013 NW 62nd Place  
Miami Lakes, FL 33015

VII.

The name and address of the persons signing these Articles is:

Nicola Miele  
20013 NW 62nd Place  
Miami Lakes, FL 33015

Leda Quesada  
20013 NW 62nd Place  
Miami Lakes, FL 33015

VIII.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IX.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporations Act.

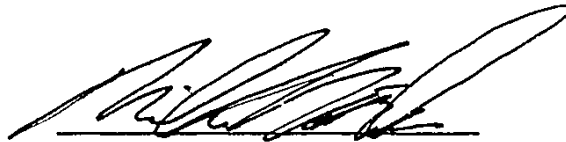
X.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

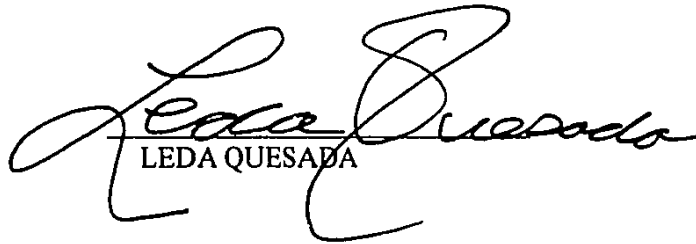
XI.

This corporation reserves the right to amend or repeal any provisions 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, these Articles of Incorporation have been executed this 29th day of April, 1997.



NICOLA MIELE



LEDA QUESADA


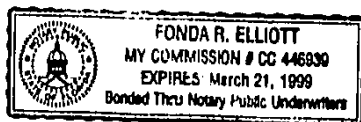
STATE OF FLORIDA )

SS

COUNTY OF DADE )

BEFORE ME the undersigned authority personally appeared, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid, this 29 th day of April, 1997

  
Notary Public, State of Florida at large

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TALLAHASSEE, FLORIDA

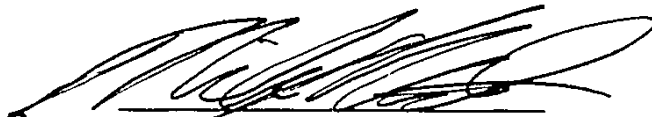
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED.**

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

First that Phantom Vending Inc., desiring to organize under the  
Laws of the State of Florida, with its registered office, as indicated in the  
Articles of Incorporation has named NICOLA MIELE located at 20013  
NW 62nd Place, Miami Lakes, Florida 33015 as its agent to accept service  
of process within this State.

**ACKNOWLEDGMENT AND ACCEPTANCE**

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

A handwritten signature in black ink, appearing to read 'Nicola Miele', written over a horizontal line.

NICOLA MIELE