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4/30/98

FLORIDA DIVISION OF CORPORATIONS
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((H98000008204 3))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
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NAME: MONROE COIN, INC.

AUDIT NUMBER.....H98000008204

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

MONROE COIN, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:
MONROE COIN, INC.

The principal place of business of this corporation shall be:

82700 Overseas Hwy., Islamorada, Fl. 33036

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time
100 shares at \$1.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

THOMAS L. CHESHIRE JR. 3691 Estepona Ave., Miami, Fl. 33178

Prepared By: Fast Corp. Agents
Michael I. Santucci,
5201 N.W. 74 Ave.
Miami, Florida 33166
(800) 714-6191

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TALLAHASSEE, FLORIDA

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

THOMAS L. CHESHIRE JR. 3691 Estepona Ave., Miami, Fl. 33178

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 28th day of April, 1998.

Signature(s) of Incorporator(s)

Thomas L. Cheshire Jr.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

MONROE COIN, INC.

2. The name and address of the registered agent and office is:

THOMAS L. CHESHIRE JR. 3691 Estepona Ave.

(P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33178

(CITY/STATE/ZIP)

SIGNATURE

Thomas L. Cheshire Jr.

TITLE

Director

DATE

4/28/98

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TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Thomas L. Cheshire Jr.

DATE

04/28/98