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June 10, 1998

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32399

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-06/12/98--01070--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation  
ABG Vending, Inc.

Gentlemen:

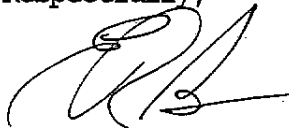
Please file the enclosed Articles of Incorporation in the above referenced name.

Furnish me with a date stamped copy (enclosed).

My check in the amount of \$70 is enclosed.

Thank you.

Respectfully,



Edward R. Bryant, Jr.  
rca  
Enclosures

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DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF  
ABG VENDING, INC.

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DIVISION  
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KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, this day for the purpose of forming a corporation under the laws of the State of Florida do hereby adopt Articles of Incorporation as follows:

ARTICLE I - NAME

The name of this corporation shall be ABG VENDING, INC.

ARTICLE II - ADDRESS OF CORPORATE OFFICE

The address of the office of the corporation shall be 20566 Cypress Knee Court, Estero, Florida 33928.

ARTICLE III - PURPOSE AND DURATION

This corporation is organized for the purpose of transacting any or all lawful business, and the period of its duration is perpetual.

ARTICLE IV - CAPITAL STOCK

This corporation shall be authorized to issue 7,500 shares of One Dollar and No/100 (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation shall be: EDWARD R. BRYANT, JR., and the street address of the initial registered office of this corporation shall be 700 11th Street South, PH-II, Naples, Florida 34102.

ARTICLE VII - BOARD OF DIRECTORS

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

Theresa J. Riley  
20566 Cypress Knee Court  
Estero, Florida 33928

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ARTICLE VIII - NO REMOVAL OF DIRECTORS

The shareholders shall not be entitled to remove any director from office without cause during his term.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - INCORPORATOR

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

Edward R. Bryant, Jr.  
700 11th Street South, PH-II  
Naples, Florida 34102

ARTICLE XI - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the Shareholders.

REGISTERED AGENT

I, THE UNDERSIGNED, having been named to accept service of process for the corporation at the place designated in this certificate, accept to act in this capacity and agree to comply with the provisions of the act relative to keeping the office open.



Edward R. Bryant, Jr.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, on this 10 day of June, 1998.

INCORPORATOR:



Edward R. Bryant, Jr.