

P98000067215

C & A Vending, Inc.
2823 NE 15th Street
Pompano Beach, Fl 33062

April, 11, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

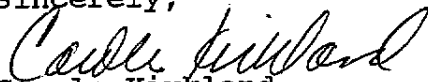
Gentlemen:

Enclosed please find the papers for incorporating C & A Vending, Inc. 2833 NE 15h Street, Pompano Beach, Fl 33062. Enclosed is our check for \$122.50.

Return all necessary papers to C & A Vending, Inc. at the above address.

Thank you.

Sincerely,


Carole Kirkland
President

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****122.50 ****122.50

APPROVED
AND
FILED
98 JUL 28 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUL 31 1998

**CERTIFICATE OF INCORPORATION
OF**

C & A Vending, Inc.

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation.

ARTICLE I: NAME

The name of this corporation is:

C & A Vending, Inc.

98 JUL 28 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE II: NATURE OF BUSINESS

The general nature of the Business to be transacted by this corporation is to do all things which natural persons might or could lawfully do in the premises as follows:

Sales & service of vending machine merchandise and any related activity permitted under the laws of the United States and the State of Florida

ARTICLE III: CAPITAL STOCK

The total number of shares of stock that may be issued by the corporation is 500 shares, all of which shall be \$1.00 par value.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this corporation in the State of Florida is:

2823 NE 15th Street
Pompano Beach, Fl 33062

ARTICLE VII: DIRECTORS

This corporation shall have not less than one (1) Directors initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than two.

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office address of the First Board of Directors and Officers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Carole Kirkland	2823 NE 15th Street Pompano Beach, Fl 33062	Pres./Director
Anthony Bifulco	2823 NE 15th Street Pompano Beach, FL 33062	Vice President/ Director

ARTICLE IX: SUBSCRIBERS

The name and post office address of each subscriber to these articles on incorporation, the number of shares of stock each agrees to take and the value of the consideration paid therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMT PAID</u>
Carole Kirkland	2823 NE 15th Street Pompano Beach, FL 33062	251	\$251.00
Anthony Bifulco	2823 NE 15th Street Pompano Beach, FL 33062	249	\$249.00

ARTICLE X: AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this

2 day May, 1998,

Carole V. Kirkland (SEAL)

Anthony Bifulco (SEAL)

____ (SEAL)

____ (SEAL)

STATE OF FLORIDA)
)
COUNTY OF) Broward

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared:

Carole Kirkland and Anthony Bifulco

to me known to be the persons described as subscribers in and who executed the foregoing articles of incorporation, and they acknowledged before me that they subscribed to those articles of incorporation.

Witness my hand and official seal this 2 day of May, 1998.

Stephanie L Glazow
NOTARY PUBLIC

My Commission Expires:



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

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST -- THAT C & A Vending, Inc.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF
POMPANO BEACH STATE OF FLORIDA, HAS NAMED
(CITY)

CAROLE KIRKLAND LOCATED AT 2823 NE 15TH STREET, POMPANO BEACH
(REGISTERED AGENT) (STREET ADDRESS & NUMBER OF
BUILDING, P.O. BOX NOT ACCEPTED)

CITY OF POMPANO BEACH STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITH FLORIDA.

SIGNATURE

Carole V. Kirkland
(CORPORATE OFFICER)

TITLE

PRESIDENT

DATE

5-2-98

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.

SIGNATURE

CAROLE V. KIRKLAND
(REGISTERED AGENT)

DATE

5-2-98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 28 PM 1:06

APPROVED
AND
FILED