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Florida Department of State

Division of Corporations

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EFFECTIVE DATE

6-29-99

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To:

Division of Corporations
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Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

INNOVATIVE VENDING CONSULTANTS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
INNOVATIVE VENDING CONSULTANTS, INC.

ARTICLES I - NAME

EFFECTIVE DATE
6-29-99

The name of the Corporation is

INNOVATIVE VENDING CONSULTANTS, INC.

ARTICLE II - DURATION

The date when the corporation's existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved. The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares of \$1.00 Par Value Common stock.

Kraig S. Weiss, Esq.
Shepard & Leskar, P.A.
100 S. Pine Island Road #201
Plantation, FL 33324
(954) 915-9120
FBN: 0063193

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ARTICLE V - PREEMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, every Shareholder, upon the sale of the cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share of stock of this Corporation (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 OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 100 S. Pine Island Road #201, Plantation, Florida 33324 and the name of the initial Registered Agent of this Corporation is Shepard & Leskar, P.A.

ARTICLE VII - FIRST BOARD OF DIRECTORS

This Corporation's first Board of Directors shall consist of 2 (Directors). The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than One (1). The name and address of the initial Board of Directors of this Corporation is:

GARY MILLS
4432 W. 3980 South
WestValley City, Utah 84120

BRADLEY GLASS
1860 N.W. 103rd Avenue
Plantation, Florida 33322

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ARTICLE VIII - CORPORATE ADDRESS

The initial address of the corporation shall be 100 S. Pine Island Road, Suite 201,
Plantation, Florida 33324.

ARTICLE IX - INCORPORATOR

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

BRADLEY GLASS
1860 N.W. 103rd Avenue
Plantation, Florida 33322

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 29 day of June, 1999.

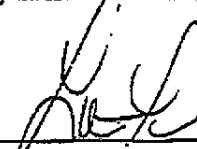

BRADLEY GLASS, Incorporator

STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and
County set forth above, personally appeared Bradley Glass, known to me to be the person who
executed the foregoing Articles of Incorporation, and who produced personally known as
identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and
County aforesaid, this 29 day of June, 1999.


Notary Public State of Florida

My Commission Expires:



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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for INNOVATIVE VENDING CONSULTANTS, INC., as designated in the Articles of Incorporation, Shepard & Leskar, P.A. agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Dated: 6-29-99


Kraig S. Weiss, Esq.

STATE OF FLORIDA)
COUNTY OF BROWARD)

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TALLAHASSEE FLORIDA

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared Kraig S. Weiss, Esq. known to me to be the person who accepted this designation as Registered Agent of the aforesaid corporation, and who is personally known to me or has produced personally known as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State of County aforesaid, this 29 day of June, 1999.


Notary Public State of Florida

My Commission Expires



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