

P99000098213

70 Emerald Woods Drive, #K-10
Naples, Florida 34108
(941)514-0312

November 3, 1999

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

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*****70.00 *****70.00

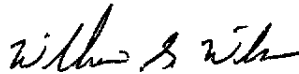
RE: EAGLE VENDING, INC.

Dear Sirs:

Enclosed for filing please find an original and one copy of Articles of Incorporation for the aforementioned. Our check in the amount of \$70.00 is enclosed for the filing, and registered agent designation fees.

Thank you.

Very truly yours,



WILLIAM S. WILSON

Enclosures/3

FILED
99 NOV -5 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH NOV 8 1999

ARTICLES OF INCORPORATION
OF
EAGLE VENDING, INC.

FILED
99 NOV -5 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be : EAGLE VENDING, INC.

The principal place of business of this corporation shall be 70 Emerald Woods Drive #K-10, Naples, FL 34108

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 70 Emerald Woods Drive #K-10 Naples, Florida 34108, and the name of the initial registered agent of the corporation at that address is William S. Wilson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. DIRECTORS

This corporation shall have one director, initially. The names and street addresses of the initial members of the Board of Directors are:

William S. Wilson
70 Emerald Woods Drive #K-10
Naples, Florida 34108

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

William S. Wilson, President, Vice President, Secretary, Treasurer
70 Emerald Woods Drive, #K-10
Naples, Florida 34108

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

William S. Wilson
70 Emerald Woods Drive, #K-10
Naples, Florida 34108

X. AMENDMENTS

These Articles may be amended by majority vote of the Directors and Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand the _____ day of May, 1999.

William S. Wilson
William S. Wilson

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared William S. Wilson, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and who produced FL DL# W425-937-67-441-0 as identification.

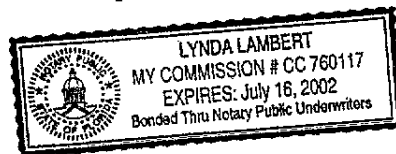
3rd WITNESS my hand and official seal in the State and County last aforesaid on this day of November, 1999.

Lynda Lambert
Notary Public
Lynda Lambert

Print Name of Notary

Certificate No. _____

My Commission Expires: _____



DISIGNATION OF REGISTERED AGENT

OF

EAGLE VENDING, INC.

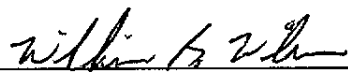
The above named corporation, desiring to organize under the laws of the State of Florida with its principal place of business and corporate offices, as indicated in the Articles of Incorporation at the City of Naples, Collier County, Florida, has named:

WILLIAM S. WILSON

As its agent to accept service of process within this state, and as its registered agent for all purposes prescribed by the laws of the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process and to serve as its registered agent for all statutory purposes, at the place designated in this certificate, I hereby accept said designation, provisions of law relative to keeping open said office.



WILLIAM S. WILSON
REGISTERED AGENT

FILED
99 NOV -5 PM 4: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA