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Florida Department of State

Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

apple vending of south florida, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

APPLE VENDING OF SOUTH FLORIDA, INC..

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

ARTICLE I NAME

The name of the corporation is APPLE VENDING OF SOUTH FLORIDA INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be 2197 N. Powerline Road, Suite 2, Pompano Beach, FL. 33061.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares at \$1.00 par value.

ARTICLE IV TIME

The period of the duration of this corporation is perpetual unless dissolved according to law.

ARTICLE V PURPOSE

The purpose for which the corporation is organized is to conduct any lawful business allowed in the State of Florida. The Articles of Incorporation along with the By-Laws of said corporation will govern.

Tod Andrew Weston, Esq.
2501 E. Commercial, Ste. 212
Fort Lauderdale, FL 33308
(954) 938-5333
FL Bar No. 0861162

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ARTICLE VI DIRECTORS

The number constituting the initial Board of Directors of the corporation is two (2), and the name(s) and address(es) of the person(s) who are to serve initially are:

John A. Piscopo, 2197 N. Powerline Road, Suite 2, Pompano Beach, FL. 33061.

David Banz, 2197 N. Powerlined Road, Suite 2, Pompano Beach, FL 33061.

Wayne Goldin, 2197 N. Powerline Road, Suite 2, Pompano Beach, FL 33061.

ARTICLE VII

The name and address of the incorporator is:

John A Piscopo, 2197 N. Powerline Road, Suite 2, Pompano Beach, FL. 33061.

ARTICLE VIII REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

John A. Piscopo, 2197 N. Powerline Road, Suite 2, Pompano Beach, Fl. 33061.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of October 1999.

Signature of Incorporator


John A. Piscopo

State of Florida
County of Broward

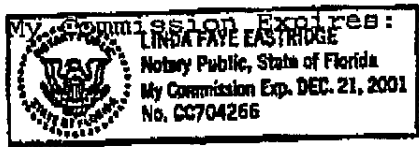
Tod Andrew Weston, Esq.
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THE FOREGOING instrument was acknowledged and sworn to before me
this 10th day of November 1999.

Linda Eastridge
NOTARY



Tod Andrew Weston, Esq.
2501 E. Commercial, Ste. 212
Fort Lauderdale, FL 33308
(954) 938-5333
FL Bar No. 0861162

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under 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 corporation is: APPLE VENDING OF SOUTH FLORIDA, INC..
2. The name and address of the registered agent and office is:
John A. Piscopo, 2197 N. Powerline Road, Suite 2, Pompano Beach, FL 33061.

Signature

(corporate officer)

Title: President

Date: NOVEMBER 10, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE: NOVEMBER 10, 1999

REGISTERED AGENT FILING FEE: \$35.00

Tod Andrew Weston, Esq.
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