

1889

STATE OF ALABAMA

COUNTY OF SHELBY

ARTICLES OF INCORPORATION OF
VENDING UNLIMITED, INC.
(A Close Corporation)

The undersigned, acting as incorporator of a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is: Vending Unlimited, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: To carry on and conduct a vending machine sales and placement business; to execute contracts or receive assignments of contracts therefor, or relating thereto and to transact all lawful business for which corporations may be organized under the Code of Alabama.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1000) shares at One Dollar (\$1.00) per share. The corporation shall begin business with and issue One Thousand of said shares of a par value of One Dollar (\$1.00) per share.

FIFTH: The address of the initial registered office of the corporation is: 145 Parsons Drive, Alabaster, Alabama 35007.

BOOK 046 PAGE 460

Douglas Rogers
1920 May 1st Dr.
B'ham, AL 35209

SIXTH: The name of the corporation's initial registered agent at the address shown in the Fifth Paragraph herein is: Gale W. Parsons.

SEVENTH: The business of the corporation shall be managed by the shareholders of the corporation rather than a board of directors pursuant to Title 10, Chapter 2A, Section 308, of the Alabama Business Corporation Act of the Code of Alabama.

EIGHTH: The name and address of the incorporator of the corporation is:

Gale W. Parsons

145 Parsons Drive
Alabaster, Alabama 35007

Connie E. Parsons

145 Parsons Drive
Alabaster, Alabama 35007

Kenneth W. Parsons

145 Parsons Drive
Alabaster, Alabama 35007

NINTH: The corporation is a close corporation authorized by Article XI of the Alabama Business Corporation Act as set out in Sections 10-2A-300 through 10-2A-313, Code of Alabama (1975), as amended.

TENTH: All of the issued shares of the stock are subject to one or more of the restrictions on transfer permitted by Section 10-2A-41 and Section 10-2A-301 of the Alabama Business Corporation Act of the Code of Alabama.


BOOK 046 PAGE 462


ELEVENTH: For purposes of determining the number of holders of record of the stock of the corporation, stock which is held in joint tenancy or common tenancy or by the entirety shall be treated as held by one shareholder.

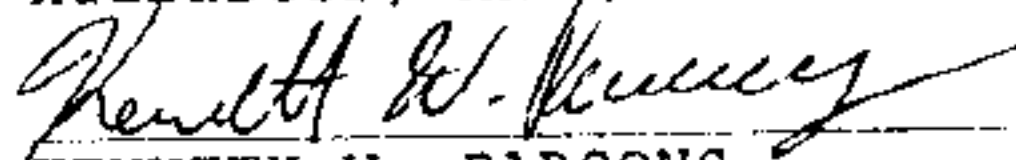
TWELFTH: All of the corporation's issued shares of all classes, exclusive of treasury shares, shall be held of record by not more than Thirty (30) persons.

The formation of the corporation as a close corporation has been authorized by the affirmative vote of all holders of and subscribers to shares of the corporation.

Dated this 17th day of February, 1992.


GALE W. PARSONS
145 Parsons Drive
Alabaster, AL 35007


CONNIE E. PARSONS
145 Parsons Drive
Alabaster, AL 35007


KENNETH W. PARSONS
145 Parsons Drive
Alabaster, AL 35007

THIS INSTRUMENT PREPARED BY: DOUGLAS ROGERS
Attorney at Law
1920 Mayfair Drive
Birmingham, AL 35209

STATE OF ALABAMA

I, Billy Joe Camp, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Vending Unlimited, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Douglas Rogers, 1920 Mayfair Drive, Birmingham, AL 35209 for a period of one hundred twenty days beginning February 3, 1992 and expiring June 3, 1992.

BOOK 046 PAGE 463



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

February 3, 1992

Date

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

VENDING UNLIMITED, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of VENDING UNLIMITED, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of VENDING UNLIMITED, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 25th day of FEBRUARY, 19 92.

Thomas A. Snowden, Jr.

Judge of Probate

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
DOCUMENT WAS FILED

92 FEB 25 PM 4:02

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

BOOK 046 PAGE 464