

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

3D VENDING, INC.
File number C 106665

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 14, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Tonya Herold*

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SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
3D VENDING, INC.

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following articles of incorporation:

Article One. Name. The name of the corporation is 3D Vending, Inc..

Article Two. Duration. The duration of this Corporation is perpetual.

Article Three. Purposes. The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

Article Four. Registered Office. The address of the Corporation's initial registered office in the State of Idaho is 26249 Riverview Drive, Wilder, Idaho 83676. The initial registered agent at such address is Charles R. Dimick.

Article Five. Stock. The total authorized number of par value shares of stock is 100,000. The aggregate par value of the total authorized number of par value shares is one million dollars (\$1,000,000). There is only one class of stock authorized.

Article Six. Preemptive Rights. After the first 600 shares of this Corporation are issued, each holder of the shares will have the first right to purchase additional shares of this Corporation that may be issued from time to time (including treasury shares). Each such holder of shares may purchase an amount equal to (1) the total additional shares times (2) the ratio existing between the number of shares he holds at the time of the new issue and the number of shares outstanding (exclusive of treasury shares). This first right to purchase will be deemed waived by any shareholder who does not exercise it, or who does not pay for the shares preempted within 30 calendar days of receiving written notice from the Corporation stating the prices and terms of the issue of shares and inviting the shareholder to exercise their preemptive rights.

Article Seven. Directors. The number of directors constituting the initial board of directors is three and the names and addresses of the persons who are to serve as directors until their successors are elected and qualify are: Charles R. Dimick residing at 26249 Riverview Drive, Wilder, Idaho 83676; Marilyn Dimick residing at 26249 Riverview Drive, Wilder, Idaho 83676; and Cheryl Dimick residing at 500 North Pacific Apt. B, Boise, Idaho 83706. Additional directors may be determined in accordance with the Bylaws.

Article Eight. Incorporators. The name and address of each incorporator are: Charles R. Dimick and Marilyn Dimick both residing at 26249 Riverview Drive, Wilder, Idaho 83676 and Cheryl Dimick, residing at 500 North Pacific Apt. B, Boise, Idaho 83706.

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Article Nine. Regulation of the Corporation's Internal Affairs.

1. Meetings. Meetings of the shareholders and directors of this Corporation will be held either in or out of the State of Idaho, at such place or places as may be designated in the Bylaws or by the Board of Directors.

2. Bylaws. The initial Bylaws of this Corporation will be adopted by its board of directors. The affirmative vote of 51% of the shareholders will be necessary to amend or repeal the Bylaws. The Bylaws may contain any provisions for the management of this Corporation which are consistent with corporation law and these Articles.

3. Contracts Involving Directors. No contract or other transaction of this Corporation with any person, entity or corporation will be invalidated or affected by (1) the fact that a director of this Corporation has an interest in or is an officer of such other corporation, or (2) the fact that any director may be involved or has an interest in the contract or transaction. A person who may become a director of this Corporation is relieved of any liability arising by reason of his contracting with this Corporation for his own benefit or for the benefit of any corporation in which he may have an interest.

Article Ten. Offering of Stock.

1. Number of Stockholders. All of the Corporation's issued shares, exclusive of treasury shares, will be held by not more than 35 persons.

2. Transfer of Stock. All of the issued shares will be subject to the following restrictions on transfer: All shareholders must satisfy the eligibility requirements for a S corporation tax status election.

3. Offering of Stocks. The Corporation will not make any offering of any of its shares which would constitute a "public offering" within the meaning of the Securities Act of 1933, as it may be amended from time to time.

The undersigned, being the Incorporators of this Corporation, execute these Articles of Incorporation, this 10th day of June, 1994.


Charles R. Dimick, Incorporator


Marilyn Dimick, Incorporator


Cheryl Dimick, Incorporator