



## Department of State.

### CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

VEND-ALL, INC.

a corporation duly organized and existing under the laws of Washington has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the 15th day of September 19 58 , a properly authenticated copy of its articles of incorporation, and on the 15th day of September 19 58 , a designation of J. M. O'Donnell in the County of Latah as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 15th day of September , A.D. 19 58 .

Secretary of State.

United States of America  
State of Washington

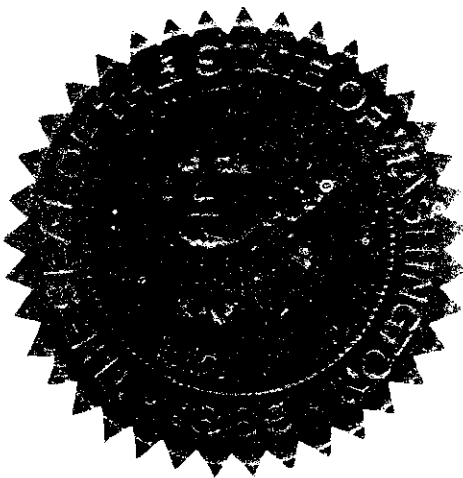
DEPARTMENT



OF STATE

*TO ALL TO WHOM THESE PRESENTS SHALL COME*

*I, VIC MEYERS, Secretary of State of the State of Washington and custodian of the Seal of said State, do hereby certify that the annexed is a true and correct copy of the Articles of Incorporation of VEND-ALL, INC., as received and filed in this office on November 13, 1956; and I further certify that the above named corporation is in good standing with all annual license fees paid to July 1, 1959.*



*In Testimony Whereof, I have hereunto set my hand and affixed hereto the Seal of the State of Washington. Done at the Capitol, at Olympia, this 19th day of August A.D. 19 58*

*Vic A. Meyers*

Secretary of State

By *Walter Chapman* Assistant Secretary of State

ARTICLES OF INCORPORATION

OF

VEND-ALL, INC.

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, DON A. JOHNSON of Spokane, Washington, VIRGINIA JOHNSON, of Spokane, Washington, W. J. CUNNINGHAM, of Spokane, Washington, and LILLIAN CUNNINGHAM, of Spokane, Washington, all of whom are citizens of the United States of America and of the State of Washington, have associated themselves together for the purpose of forming a corporation under the laws of the State of Washington and in pursuance thereof, do hereby sign and acknowledge the following Articles of Incorporation, in triplicate originals and do hereby state as follows:

ARTICLE I.

That the corporate name of this corporation shall be VEND-ALL, INC.

ARTICLE II.

That the purposes for which this Corporation is formed are the following:

(a). To buy, sell, manufacture, repair, alter and exchange, let or hire, lease and operate any and all types of vending machines and to buy, sell, lease and acquire locations for the same.

(b). To manufacture, buy sell, deal in and deal with candy, syrup and confections of all kinds and the raw materials from which they are made and the products made therefrom and all like or kindred products; to manufacture and prepare for market and to market from vending machines all types of fruits and vegetables, candy, syrup, confections, soft drinks and dairy products and to carry on any other business which may be conveniently carried on in connection with the corporation's objects.

(c). To open stores, offices or agencies throughout the United States or elsewhere for the merchandising of any of the products heretofore enumerated.

(d). To purchase or otherwise acquire and undertake all or any part of the business, property

and liabilities of any persons or company carrying on any kind of business which this corporation is authorized to carry on.

(e). To enter into partnership or into any arrangement for sharing profits, union of interests, reciprocal concessions, or cooperate with any person or company carrying on or about to carry on any business which this corporation is authorized to carry on or any business or transaction capable of being conducted so as, directly or indirectly, to benefit this corporation.

(f). To purchase from time to time letters patent of the United States or the right and license to use letters patent connected with any form of vending machines and to conduct amusement enterprises in all the branches pertaining thereto and to buy, sell, acquire, own, exchange or otherwise dispose of and deal in real estate, lands and buildings for any of the purposes herein enumerated.

(g). To do all and everything necessary, suitable, convenient or proper for the accomplishments of any one of the purposes or attainments of any one or more of the objects herein enumerated or incidental to the powers herein named or which shall at any time appear conducive or expedient for the protection or benefit of the corporation.

#### ARTICLE III.

That the location and Post Office address of the registered office of this corporation shall be 421 Symons Building, in the City of Spokane, County of Spokane, State of Washington.

#### ARTICLE IV.

The capital stock of this corporation shall be divided into 50,000 shares of the par value of \$1.00 each; that said shares shall be non-assessable and shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors.

#### ARTICLE V.

That the amount of paid in capital with which this corporation shall begin business is the sum of Five Hundred Dollars (\$500.00).

#### ARTICLE VI.

That the number of directors of this corporation shall be

not less than three (3), nor more than five (5); That the number, qualifications, terms of office, manner of election, time and place of meeting and the powers and duties of the directors shall be such as are prescribed by the By-Laws of this Corporation; That the names and Post Office addresses of the first directors who shall hold office and manage the affairs of the corporation for a period of one year after its incorporation are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
DON A. JOHNSON	2206 Inland Empire Wy., Spokane, Washington
VIRGINIA JOHNSON	2206 Inland Empire Wy., Spokane, Washington
W. J. CUNNINGHAM	RFD #1, Spokane, Washington
LILLIAN CUNNINGHAM	RFD #1, Spokane, Washington

#### ARTICLE VII.

That the name and Post Office address of each of the incorporators and the number of shares subscribed by each and the class of shares for which each subscribes are as follows:

DON A. JOHNSON	2206 Inland Empire Wy. Spokane, Washington	125 shares
VIRGINIA JOHNSON	2206 Inland Empire Wy. Spokane, Washington	125 shares
W. J. CUNNINGHAM	RFD #1 Spokane, Washington	125 shares
LILLIAN CUNNINGHAM	RFD #1 Spokane, Washington	125 shares

#### ARTICLE VIII.

That authority to make By-Laws for this corporation is hereby expressly vested in the Board of Directors of this corporation, subject to the power of the share holders to

change or repeal such By-laws.

IN WITNESS WHEREOF, the Incorporators have hereunto set  
their hands and seals this 9th day of November, 1956.

DON A. JOHNSON

VIRGINIA JOHNSON

W. J. CUNNINGHAM

LILLIAN CUNNINGHAM

STATE OF WASHINGTON }  
County of Spokane } ss

This is to certify that on the 9th day of November, 1956,  
there appeared personally before me DON A. JOHNSON, VIRGINIA  
JOHNSON, W. J. CUNNINGHAM and LILLIAN CUNNINGHAM, to me personally  
known to be the persons described in and who executed the fore-  
going Articles of Incorporation, and they and each of them did  
acknowledge and declare to me that they executed the same freely  
and voluntarily, for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and official  
seal in triplicate the day and year first above written.

L. VINCENT DONAHUE  
Notary Public for the State of  
Washington, residing at Spokane.