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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Four Star Vending Inc
(Name of corporation - must include suffix)

800002556398--4
-06/11/98--01030--003
*****78.75 *****78.75

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Bonnie Morley
(Name of Person)

Four Star Vending Inc
(Firm/Company)

156R South Main St
(Address)

Middleton MA 01949
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Bill or Bonnie Morley at 800-361-8858
(Name of Person) (Area Code & Daytime Telephone Number)
(978) 774-7479

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DIVISION OF CORPORATIONS
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COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Four Star Vending, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Massachusetts 3. 04-3151220
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 5, 1992 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 1, 1998 (anticipated)
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 156B South Main St.
Middleton, MA 01949
(Current mailing address)

8. Operate vending amusement machines
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Fred Hark

Office Address: Linnet Building - 1899 NE 164th St.
North Miami Beach, Florida, 33162
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Fred Hark
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box **NOT** acceptable)

Chairman: Bonnie Morley

Address: 85 Peabody St.

Middleton, MA 01949

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box **NOT** acceptable)

President: William Morley

Address: 85 Peabody St.

Middleton, MA 01949

Vice President: SAME

Address: _____

Secretary: SAME

Address: _____

Treasurer: SAME

Address: _____

Clerk: Bonnie Morley, 85 Peabody St., Middleton, MA 01949

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Bonnie Morley

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bonnie Morley: Chairman - Board of Directors; Clerk

(Typed or printed name and capacity of person signing application)

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The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

May 29, 1998

To Whom It May Concern :

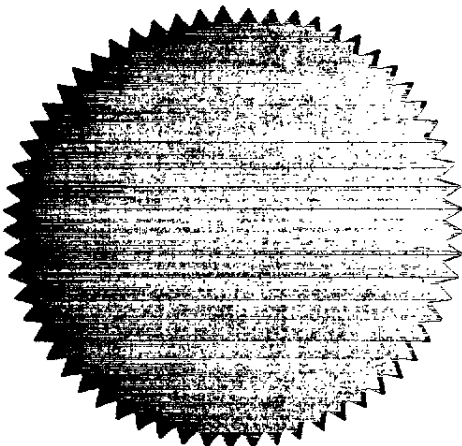
I hereby certify that,

Four Star Vending, Inc.

appears by records of this office to have been incorporated under the General Laws of this Commonwealth on **May 5, 1992**.

I also certify that so far as appears of record here, said corporation still has legal existence.

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In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.