

Simple Financial Solutions, Inc.

P98000058096

5777 Beneva Rd. South  
Sarasota, FL 34233  
(941) 923-0964  
FAX (941) 925-4874  
<\*>  
NY Satellite Office  
(518) 869-2334

06/25/98

Florida Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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\*\*\*\*280.00 \*\*\*\*\*70.00

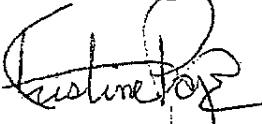
Re: Jacob Motors, Inc., BSS Vending, Inc., Express Towing  
and Recovery, Inc., K. Ballard Carpentry, Inc.

Dear Sirs:

Please find enclosed a check for the required filing fees for the  
Articles of Incorporation regarding the above captioned clients.

Please send any correspondence to the above address.

Sincerely,



Daniel L. Prewett, Ph.D.  
by: Kristine Page

JUN 29 1998

FILED  
98 JUN 29 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6/30/98 = TA

ARTICLES OF INCORPORATION  
OF  
BSS Vending, Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the Chapter 607 of the Florida Corporate Code do hereby certify the following:

FIRST: The name of the corporation shall be BSS Vending, Inc.

SECOND: The address of the initial registered office of the corporation is 5777 Beneva Road South, Sarasota FL 34233, County of Sarasota. The name of the registered agent located at said address is Daniel L. Prewett.

THIRD: The principal address of the corporation is

5777 Beneva Road South, Sarasota, FL 34233

FOURTH: The purpose for which this corporation is organized shall be to engage in the business of vending machines. The corporation may engage in any other transaction or business permitted under the laws of the United States and of this State.

FIFTH: The total authorized stock of this corporation is divided into 999 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is three, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

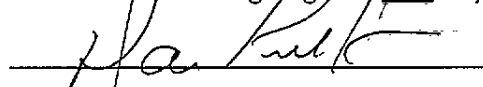
Steven A. Burns 6225 Aventura Drive, Sarasota, FL 34241  
Douglas Smith 1432 Georgetown Circle, Sarasota, FL 34232  
Kevin Sugg 1604 Georgetown Circle, Sarasota, FL 34232

SEVENTH: The duration of the corporation is perpetual.

EIGHTH: The name(s) and address(es) of the person who is to act as incorporator(s) are as follows:

Daniel L. Prewett 5777 Beneva Road South, Sarasota FL 34233

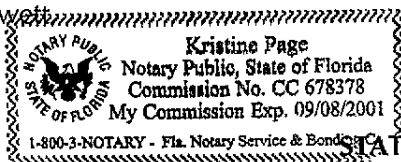
We(I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 23 day of June, 1998.

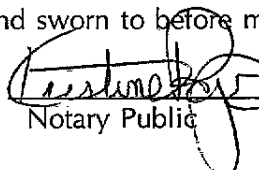


State of Florida

County of Sarasota

THE FOREGOING instrument was acknowledged and sworn to before me this 23 day of June, 1998 by Daniel L. Prewett.

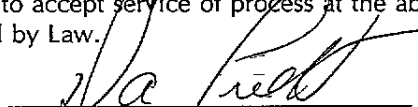


  
Notary Public

STATE OF FLORIDA DEPARTMENT OF STATE

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

I agree as Resident Agent to accept Service of Process; to keep an office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.

  
Daniel L. Prewett, Registered Agent

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