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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUL -6 2005



Florida Secretary of State
Secretary of State
409 East Gaines St.
Tallahassee, FL 32399

Monday, June 27, 2005

Dear Florida Secretary of State,

Please find enclosed the Certificate of Authority application and fee for Total Card, Inc. They have hired Cornerstone Support, Inc., to file this on their behalf. If you have any questions please feel free to call me at 770-587-4595.

Please mail any correspondence to:
Cornerstone Support, Inc.
Attn: Lisa Edwards
16 Norcross St.
Suite 101
Roswell, GA 30075

Sincerely,

Lisa Edwards
Licensing Specialist
Cornerstone Support, Inc.

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Total Card, Inc.

(Name of corporation - must include suffix)

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:

Lisa Edwards

(Name of Person)

Cornerstone Support, Inc.

(Firm/Company)

16 Norcross St. Suite 101

(Address)

Roswell, GA 30075

(City/State and Zip code)

For further information concerning this matter, please call:

Lisa Edwards

(Name of Person)

at (

) 770-587-4595

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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.**

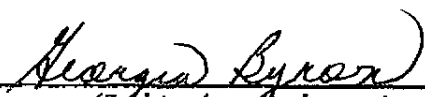
1. Total Card, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. South Dakota 3. 80-0015460
(State or country under the law of which it is incorporated) (PEI number, if applicable)
4. 1/2/2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 2101 W. 41st Street, Suite 34 Sioux Falls SD 57105
(Principal office address)

(Current mailing address)
8. Debt Collection
(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 NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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.


(Registered agent's signature)
Georgia Byron, Assistant Vice President

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.
12. Names and business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Greg Lowell Ticknor

Address: 2101 W. 41st. Street, Suite 34 Sioux Falls, SD 57105

Director: David Scott Andera

Address: 2101 W. 41st. Street, Suite 34 Sioux Falls, SD 57105

B. OFFICERS

President: See Attached List of Officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Greg Ticknor, President

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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Total Card, Inc.
LIST OF OFFICERS

PRESIDENT

Greg Lowell Ticknor
2101 W. 41st Street, Suite 34
Sioux Falls SD 57105
605-977-5800
605-338-4237 fax #

VICE PRESIDENT

David Scott Andera
2101 W. 41st Street, Suite 34
Sioux Falls SD 57105
605-977-5800
605-338-4237 fax #

TREASURER

Scott Allen Swain
2101 W. 41st Street, Suite 34
Sioux Falls SD 57105
605-977-5800
605-338-4237 fax #

SECRETARY

Gregory A. Johnson
2101 W. 41st Street, Suite 34
Sioux Falls SD 57105
605-977-5800
605-338-4237 fax #

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TALLAHASSEE, FLORIDA

State of South Dakota



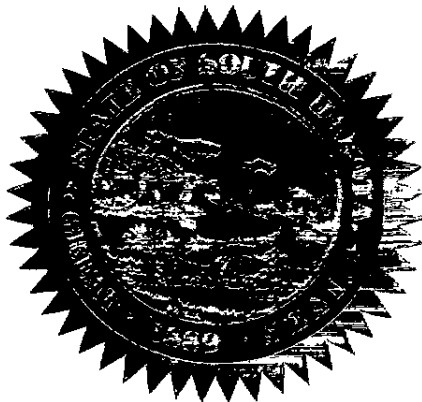
OFFICE OF THE SECRETARY OF STATE

Certificate of Good Standing Domestic Corporation

ORGANIZATIONAL ID #DB044906

I, **Chris Nelson**, Secretary of State of the State of South Dakota, do hereby certify that **TOTAL CARD INC.** was duly incorporated under the laws of this state on **January 2, 2002**.

I, further certify that said corporation has complied with the laws of this State relative to the formation of corporations of its kind and is now a regularly and properly organized and existing corporation under the laws of this State and is in good standing, as shown by the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this June 22, 2005.

Chris Nelson

Chris Nelson
Secretary of State

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JULICA OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILE