

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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FILED

02 MAR 11 PM 12:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merchant Brokers Processing
Services, Inc

800005080048--3

-03/11/02--01026--014

*****78.75 *****78.75

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

DIVISION OF CORPORATIONS
02 MAR 11 AM 11:26

Signature _____

Requested by: _____

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

J. BRYAN MAR 11 2002

ARTICLES OF INCORPORATION

OF

Merchant Brokers Processing Services, Inc.

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ARTICLE I.

The name of the Corporation is Merchant Brokers Processing Services, Inc.

ARTICLE II.

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation in the Office of the Florida Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III

The Corporation is organized to engage in the business of sales of electronic processing activities and to transact any other lawful business activity.

ARTICLE IV

The Corporation is authorized to issue 1000 shares of stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V

The principal corporate offices of the Corporation shall be:

6602 Bogie Court
Wesley Chapel, FL 33544

ARTICLE VI

The street address of the initial registered office of the corporation is:
6602 Bogie Court
Wesley Chapel, FL 33544-3720

The name of the Corporation's initial registered agent at such address is
Mark Lipshitz

ARTICLE VII

The Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by bylaws of the Corporation, provided that the Corporation shall always have at least one director. The name and addresses of each initial director of the Corporation who shall serve until his successor is duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Mark Lipshitz	6602 Bogie Court Wesley Chapel, FL 33544-3720

ARTICLE VIII

The name and address of the incorporator signing these Articles of Incorporation is:

Mark Lipshitz
6602 Bogie Court
Wesley Chapel, FL 33544-3720

ARTICLE IX

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors of the Corporation.

ARTICLE X

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 6th day of March 2002.

Mark Lipshitz
Mark Lipshitz

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 6th day of March, 2002 by Mark Lipshitz, who is personally known to me ~~or who has produced~~ as identification and who ~~did~~ (did not) take an oath.

Stephen G. Connett
NOTARY PUBLIC, State of Florida at Large



Stephen G. Connett
Commission # CC 924667
Expires April 3, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

OF

Merchant Brokers Processing Services, Inc.

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Mark Lipshitz
Mark Lipshitz

DATE: 3/6/62

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