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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## TRANSMITTAL LETTER

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

SUBJECT: Financial Exchange Network, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☒ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Anthony Guido  
Name (Printed or typed)

7108 Southgate Blvd.  
Address

North Lauderdale, FL 33068  
City, State & Zip

954-722-8696  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

## **ARTICLE I**

**We hereby associate to form a stock Corporation under the provisions of Chapter 607 of the Florida Statutes. The Name of the Corporation shall be:**

**Financial Exchange Network, Inc.**

**The purpose or purposes for which the Corporation is organized are: to manufacturer, purchase or otherwise acquire, own, mortgage, pledge, sell, import, export assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares, services and merchandise and real and personal property of every class and description.**

**The foregoing purposes and activities will be interpreted as examples only, and not as limitations, and nothing therein shall be deemed as prohibiting the Corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the Corporate objectives expressed above.**

## **ARTICLE II**

**The address of the principal office of the Corporation is 7108 Southgate Blvd., North Lauderdale, FL, 33068. Located within the County of Broward, Florida.**

## **ARTICLE III**

**The aggregate number of shares of stock which the Corporation will have the authority to issue and the par value per share are as follows:**

<b>CLASS AND SERIES</b>	<b>NUMBER OF SHARES</b>	<b>PAR VALUE PER SHARE OR NO PAR VALUE</b>
<b>Common</b>	<b>100</b>	<b>\$ 1.00 Per Share</b>

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#### **ARTICLE IV**

Pursuant to sections 607.0501 of the Florida Statutes, the street address of the Corporation's registered office will be 5185 NW 66 Drive, Coral Springs, FL 33067. Pursuant to sections 607.0505 the name of the Corporation's registered agent will be Philip D. Laufman.

#### **ARTICLE V**

The number of directors constituting the initial Board of Directors is four. The names and addresses of the persons who are the initial incorporators, and who are to serve as the initial directors are:

Heberto R.C. Espinosa, 3804 Alhambra Cr. Coral Gables, FL 33134  
Philip D. Laufman, 5185 NW 66 Dr. Coral Springs, FL 33037  
Anthony M. Guido, 9960 NW 39 Ct. Coral Springs, FL 33065  
Luis M. Valle-Lisboa , 3531 N.W. 75th Ter. Lauderhill, FL 33019

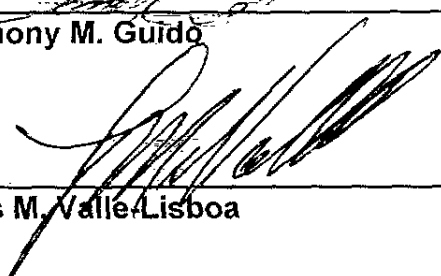
Contained within the Bylaws of the Corporation shall be the following statements regarding indemnity: "Every director, officer, or employee of the corporation shall be indemnified by the Corporation against all expenses and liabilities including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be made a party, or in which he may become involved, by reason of his being or having been a director, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of the corporation, partnership, joint venture, trust or enterprise, or any settlement thereof, whether or not he is a director, officer, employee or agent at the time such expenses are incurred, except in such cases herein the director, officer, or employee adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the board of directors approves such settlement and reimbursement as being in the best interests of the Corporation".

The Initial Incorporators of the said Corporation known as:  
Financial Exchange Network, Inc. shall be:

Dated 6/27/2003   
Heberto R.C. Espinosa

Dated 6/18/2003   
Philip D. Lauffman

Dated 5-18-2003   
Anthony M. Guido

Dated 6-18-03   
Luis M. Valle-Lisboa

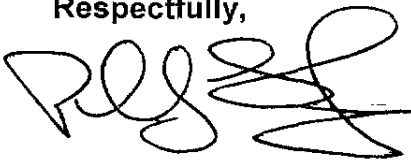
June 18, 2003

Philip D. Laufman  
5185 N.W. 66<sup>th</sup> Avenue  
Coral Springs, FL 33067

To Whom It May Concern:

This letter will acknowledge that I, Philip D. Laufman accept the responsibility as Registered Agent for the Corporation known as: Financial Exchange Network, Inc.

Respectfully,

A handwritten signature in black ink, appearing to be 'P. Laufman', written over a horizontal line.

Philip D. Laufman

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