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DONALD S. GOLDRICH, P.A.
ATTORNEY AT LAW
P. O. BOX 970735
COCONUT CREEK, FLORIDA 33097
(954) 428-2960
FAX: (954) 426-3226

October 17, 2005

Department of State Corporate Records/ Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Incorporation of CARDLINX SYSTEMS, INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of my client CARDLINX SYSTEMS, INC.

Also find enclosed a check payable to the Secretary of State in the amount of \$70.00 which represents the statutory filing fee.

Your assistance in establishing this corporation is appreciated.

Very truly yours,

Donald S. Goldrich

Enclosures

DONALD S. GOLDRICH, P.A. ATTORNEY AT LAW P. O. BOX 970735 COCONUT CREEK, FLORIDA 33097 (954) 428-2960 FAX: (954) 426-3226

October 29, 2005

Ms. Ruby Dunlap
Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation of CARDLINX SYSTEMS, INC.

Ref, #: W05000048583

Dear Ms. Dunlap:

Pursuant to your correspondence dated October 24, 2005 and our telephone conversation of October 28, 2005, respecting the Articles of Incorporation of CARDLINX SYSTEMS, INC., please be advised as follows:

- 1. I am the Manager Member of Cardlinx Systems, LLC and the incorporator of the proposed corporation, Cardlinx Systems, Inc.
- 2. I am involved with the proposed corporation and it was the desire of the corporate director to have a corporation as well as a limited liability company.

Since the principals of both entities are in essence the same and the business is substantially similar, I would request that the proposed corporation be approved and filed.

I am returning herewith the original and one copy of the Articles, together with a copy of your letter, and would appreciate the Department's decision at your earliest convenience.

Your assistance in establishing this corporation is appreciated.

Very truly yours,

Donald S. Goldrich

Enclosures



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

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DEPARTMENT OF STATE DIVISION OF CORFORATIONS TALLANAMENT FLORIDA

October 24, 2005

DONALD S GOLDRICH, P.A. PO BOX 970735 COCONUT CREEK, FL 33097

SUBJECT: CARDLINX SYSTEMS, INC.

Ref. Number: W05000048583

We have received your document for CARDLINX SYSTEMS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2006 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap Regulatory Specialist NEW FILINGS

Letter Number: 305A00064528

ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEF. FLORIDA
05 OCT 31 PM 2: 33

OF

CARDLINX SYSTEMS, INC.

ARTICLE ONE

The name of the corporation is CARDLINX SYSTEMS, INC.
The principal address of the corporation is: 2900 University Drive, Suite 114, Coral Springs, Florida 33065.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) of no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 2900 University Drive, Suite 114, Coral Springs, Florida 33065, and the name of its initial registered agent at such address is EZELL BROWN.

I hereby am familiar with, and accept the duties and responsibilities as registered agent for said corporation.

EZELL BROWN

FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE SEVEN

05 OCT 31 PM 2: 33

The number of directors constituting the initial board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name

Mailing Address

EZELL BROWN

2900 University Drive, Suite 114, Coral Springs, Florida

33065

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name

Mailing Address

DONALD S. GOLDRICH

P. O. Box 970735, Coconut Creek, Florida 33097

(signed)

Incorporator-DONALD S. GOLDRICH

ARTICLE TEN

The powers of the incorporators cease upon filing the Articles of Incorporation.