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FLORIDA DIVISION OF CORPORATIONS
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TRANSACTIONS, INC.

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
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5401 COLLINS AVE., #9
MIAMI BEACH FL 33140-
CONTACT: GEORGE G PICARDIE
PHONE: (305) 867-8448
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((H96000009220)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MERCHANT ACCOUNTS OF SOUTH FLORIDA, INC., MIAMI BEACH, INC.
FAX AUDIT NUMBER: H96000009220 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/02/1996 TIME REQUESTED: 14:44:23
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

MERCHANT ACCOUNTS OF SOUTH BEACH, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

235 Lincoln Rd.
Suite 0316
Miami Beach, Fl. 33139

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1000) shares at One Dollar (1.00) per value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Julio Rodriguez
4700 N.W. 7th St.
apt. #304
Miami, Fl. 33126

Prepared by: Julio Rodriguez
4700 N.W. 7th St.
Miami, Fl. 33126
(305)532-0572

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Julio Rodriguez
4700 N.W. 78th
apt. #304
Miami, Fl. 33126

Director, President.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2 day of July 19 96



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MERCHANT ACCOUNTS OF SOUTH BEACH, INC.

2. The name and address of the registered agent and office is:

Julio Rodriguez
(NAME)

4700 N.W. 78th Ave. #304
(P.O. Box or Mail Drop Box IS NOT ACCEPTABLE)

Miami, FL 33126
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA
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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Julio Rodriguez
(SIGNATURE)

7-2-96
(DATE)