

670639

FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL AND BANKER, P.A.

ATTORNEYS AT LAW

TAMPA - ST. PETERSBURG - CLEARWATER

FT. MYERS - TALLAHASSEE

CABLE - FOWHITE
TELEX 52776

2201 SECOND STREET
POST OFFICE BOX 1567
FT. MYERS, FLORIDA 33902

TELECOPIER
(941) 334-3240

(941) 334-7892

April 10, 1998

100002486781--3

-04/13/98--01100--012

****122.50 ****122.50

Department of State
Bureau of Corporate Records
The Capitol
Post Office Box 6327
Tallahassee, Florida 32304

RE: Articles of Incorporation for
Payformance, Inc.

Dear Sir/Madam:

We are enclosing the original and one copy of the proposed Articles of Incorporation for the above-mentioned corporation. Please approve and file the original and certify the copy for us. Also enclosed is a Certificate designating the Resident Agent for the corporation.

We are enclosing our firm check made payable to Secretary of State for charges as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Filing Resident Agent Certificate	<u>35.00</u>

Total \$122.50

Please advise if anything further is required.

Sincerely yours,

FOWLER, WHITE, GILLEN, BOGGS,
VILLAREAL AND BANKER, P.A.

CARL JOSEPH COLEMAN

Refund
issued
\$ 26.25

CJC/lr
Enclosures as stated

Amend 30 6/23/98

789,524,2550

W08-8433

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 12 PM 12:30

FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL AND BANKER, P.A.

ATTORNEYS AT LAW

TAMPA - ST. PETERSBURG - CLEARWATER

FT. MYERS - TALLAHASSEE

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TELEX 52776

2201 SECOND STREET
POST OFFICE BOX 1567
FT. MYERS, FLORIDA 33902

TELECOPIER
(941) 334-3240

(941) 334-7892

June 9, 1998

Department of State
Bureau of Corporate Records
The Capitol
Tallahassee, Florida 32304

**RE: Amendment to Articles of Incorporation
International Income Properties, Inc.**

Dear Sir/Madam:

Enclosed please find the original Amendment to the Articles of Incorporation for the above-mentioned corporation. Please approve and file the original.

I have previously provided my firm check number 2033, dated April 12, 1998, in the amount of \$122.50 to you. Please refund \$26.25 payable to Fowler, White, Gillen, Boggs, Villareal and Banker, P.A. and pay from the funds the following:

Amendment Fee	\$ 35.00
Certified Copy Fee	\$ 52.50
Certificate of Standing	\$ 8.75
Total	\$ 96.25
Total Amount Submitted	\$122.50
Refund Amount	\$ 26.25

Please advise if you need anything further.

Sincerely yours,

FOWLER, WHITE, GILLEN, BOGGS,
VILLAREAL AND BANKER, P.A.


CARL JOSEPH COLEMAN

CJC/lr
7980114
Enclosures as stated

**STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND**

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State Treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____*, Florida Statutes, I hereby apply for a refund of moneys I paid into the State Treasury, which are subject to refund. The following information is submitted to substantiate the claim.

THE INFORMATION IN THIS BOX WILL BE USED TO WRITE AND MAIL YOUR REFUND CHECK. PLEASE TYPE OR PRINT LEGIBLY.

Name: <u>Fowler, White, Gillen, Boggs, etal</u>	EIN or SS#: _____
Address: <u>Attn: Carl Joseph Coleman</u>	
<u>P.O. Box 1567</u>	
<u>Ft. Myers, FL 33902</u>	
Amount: <u>\$26.25</u>	Date Paid: <u>4/13/98</u>
Reason for Claim: <u>Overpayment of amendment filing fee for INTERNATIONAL</u>	
<u>INCOME PROPERTIES, INC. changing its name to PAYFORMANCE, INC.,</u>	
<u>#670639</u>	
Certified true and correct this _____ day of _____, 19 _____.	
Signature _____	
* Must be completed if authority is other than Section 215.26, Florida Statutes.	

Do Not Write in This Box - For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim:	
Amount of recommended refund \$ <u>26.25</u>	
The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on	
State Treasurer's Receipt No. <u>01100 012</u> dated <u>4/13/98</u>	
NAME OF ACCOUNT: <u>452021300014530000000000010000</u>	
Statutory Authority for Collection <u>607.0122</u>	
It is requested that payment be made from the following account:	
NAME OF ACCOUNT: <u>452021300014530000000022002000</u>	
Certified true and correct this _____ day of _____, 19 _____.	
Department of State, Division of Corporations	
(Agency)	(Authorized Agency Signature and Title)

AMENDMENT TO ARTICLES OF INCORPORATION

OF

INTERNATIONAL INCOME PROPERTIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 12 PM 12:32

The undersigned, being the shareholder and the director of the corporation, hereby certify that:

1. The name of the corporation is International Income Properties, Inc.


2. The corporation was formed pursuant to the filing of articles of incorporation in the office of the Secretary of State on the 20th day of May, 1980.

3. In accordance with Florida Statute §607.1003, all of the shareholders and all of the directors have approved the amendment to the articles of incorporation as attached hereto and hereby made a part of this amendment.

4. The new name of the corporation is PAYFORMANCE, INC.

IN WITNESS WHEREOF, the corporation has caused this Amendment to be signed in its name by its Chairman, and the corporate seal to be affixed, this 9 day of June, 1998.

By:


JUDITH SCHAFFT,
Its Chairman

(Seal)

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared JUDITH SCHAFFT, who is to me well known to be the person described in and who subscribed the above amendment to the articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set further.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at _____ 2:30 p.m. in said County and State this 9th day of June, 1998.

Linda L. Reese

NOTARY PUBLIC, State of Florida
Print Name: _____

My Commission Expires:



AMENDMENT

The undersigned shareholders and directors, being a majority of the shareholders and directors of International Income Properties, Inc., hereby approve this Amendment to the Articles of Incorporation whereby International Income Properties, Inc. changes its name to:

PAYFORMANCE, INC.

DATED this 9 day of June, 1998.


JUDITH SCHAFFT