CASITAL CONNECTION, INC.

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

Fax (850) 222-1222 FOLOO 0005065

Moster Merchant Inc *****70.00 *****70.00 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_ Signature Fictitious Owner Search____ Vehicle Search_ Driving Record___ Requested by: UCC 1 or 3 File UCC 11 Search Name Date Time UCC 11 Retrieval___ Walk-In Will Pick Up Courier_ 174 Ponder's Printing - Thomasville, GA 8/00



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 18, 2001

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: MASTER MERCHANT, INC.

Ref. Number: W01000024182

We have received your document for MASTER MERCHANT, 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):

Please note that we have RETAINED your \$70.00 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return 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) 245-6914.

Buck Kohr Corporate Specialist

Letter Number: 801A00057734 DIVISION OF CCAPGRATION **RE-SUBMIT** PLEASE OBTAIN THE ORIGINAL FILE DATE

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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)
I, the undersigned PAULA GARBEIN , do hereby certify (Name)
that this Resolution of the Board of Directors of MASTER MERCHANT, IN
(Corporate Name)
a corporation duly organized and existing under the laws of the State of NEVADA.
a corporation duly organized and existing differences
was duly adopted on Mark a via 1 Tile
Be it resolved, that MASTER MERCHARIT TIC. (Corporate Name)
· · · · · · · · · · · · · · · · · · ·
organized and existing in the State of NOA , hereby adopts the name
organized and existing in the state of
MASTER MERCHANT, COM, INC. for use in Florida.
Dated: 18/19/2001 Jaula Canaille
Signature of either Chairman, Vice Chairman or any officer
Pavia CAMBRILL
Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

JSHS19(1/00)

:::-

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. MASTER MERCHALIT, INC.		
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)		
2. NEVADA (State or country under the law of which it is incorporated) 3. 65-1/33785 (FEI number, if applicable)		
4. 1/12/2000 5. PERPETUAL		
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")		
6. NO. "UPON QUALIFICATION"	-	
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)		
7. 1330 E. COMMERCIAL BLVD, OAKLAND PARK, FL. (Principal office address)	33 €	334
(Principal office address)		
SAME		
(Current mailing address)		•
8. CREDIT CARD TRANSACTION BUSINESS SO	_	
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)) (
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)	2	
Name: ERIC WARAFTIC, ESQ. Office Address: 1399 E. COMMERCIAL BLIP. FIG. LAUDERDALE, Florida 33334 (City) (Zip code)	18	FILED
Office Address: 1399 E. COMMERCIAZ BLIP.	PM 12: 3:	0
FI. LAUDERDALE, Florida 33334	37	=
(City) (Zip code)		
10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the designated in this application. I beselve accept the appointment as registered agent and agree to act in this cape		

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

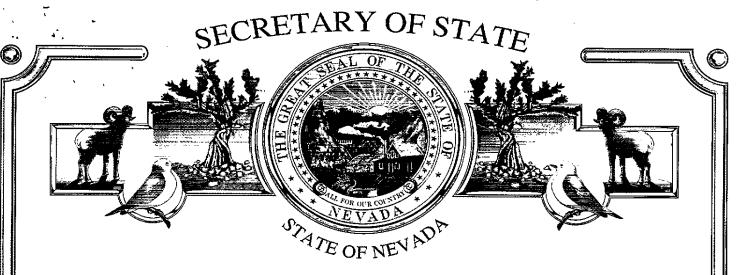
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors: A. DIRECTORS Chairman: NICHOLAS T. MOLTER OAKLAND PARK, FLORIDA 33334 Vice Chairman: ___ Address: Director: _ Address: __ Address: __ B. OFFICERS President: 5AME Address: _ Address: ___ Secretary: SAME Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. (Signature of Chamman, Vice Chairman, or any officer listed in number 12 of the application)



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, MASTER MERCHANT, INC., as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 12, 2000, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on October 16, 2001.

Secretary of State

ication Clerk