



# F02000001965

ACCOUNT NO. : 072100000032

REFERENCE : 528325 7330622

AUTHORIZATION : Patricia

COST LIMIT : \$ 87.50

ORDER DATE : April 15, 2002

ORDER TIME : 11:38 AM

ORDER NO. : 528325-005

CUSTOMER NO: 7330622

CUSTOMER: Ms. Kathy G. Broussard  
Rpsi, Inc.  
20405 State Hwy 249  
Suite 700  
Houston, TX 77070

RECEIVED  
02 APR 19 PM 2:01  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

BK

NAME: RPSI, INC.

800005309328--4

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER:

FILED  
02 APR 19 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. RPSI, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of natural person or partnership if not so contained in the name at present.)
2. Nebraska 3. 470770502  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 29, 1993 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 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. 20405 State Highway 249, Suite 700, Houston, Texas 77070  
(Principal office address)

Same

(Current mailing address)

Credit Card Processing

8. \_\_\_\_\_  
(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)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(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 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.*

Corporation Service Company

**Brian Courtney**  
**Asst. V. Pres**

(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.

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SECRETARY OF STATE

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

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

14. Bernie Levitt, Senior Vice President and Chief Financial Officer  
(Typed or printed name and capacity of person signing application)

**DIRECTORS**

**Member Name**  
Mark C. Monaco

James L. Johnson

Carl C. Gregory, III

Greg Daily

Michael E. Shannon

Jim Oberman

William H. Higgins

Joseph M. Natoli

**Address**

Windward Capital Partners  
1177 Avenue of the Americas New York, NY 10036

Windward Capital Partners  
1177 Avenue of the Americas New York, NY 10036

Midland Credit Management, Inc.  
5775 Roscoe Court San Diego, CA 92123

I-Payment Technologies  
30 Burton Hills, #520 Nashville, TN 37215

M.E. Shannon & Assoc.  
2001 Kirby Drive, Suite 607 Houston, Tx 77019

Oberman Enterprises, LLD  
15959 So. 108th Ave. Orland Park, IL 60467

RPSI, Inc.  
20405 SH 249, #700, Houston, Tx 77070

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**OFFICERS**

William H. Higgins

President

Joseph M. Natoli

Executive Vice President

Bernard Levitt

SVP/ CFO/ Secretary

RPSI, Inc.  
20405 SH 249, #700, Houston, Tx 77070

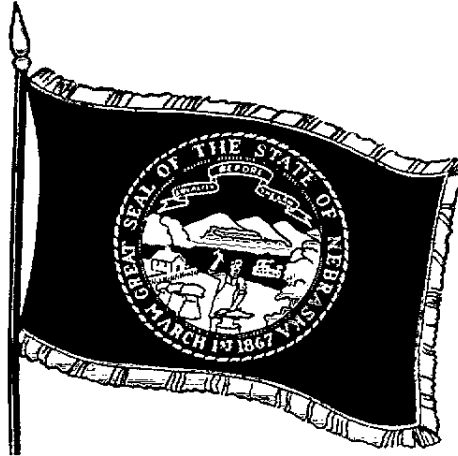
RPSI, Inc.  
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20405 SH 249, #700, Houston, Tx 77070

STATE OF

NEBRASKA

United States of America,  
State of Nebraska } ss.



Department of State  
Lincoln, Nebraska

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22 APR 19 PM 4:28  
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TALLAHASSEE, FLORIDA

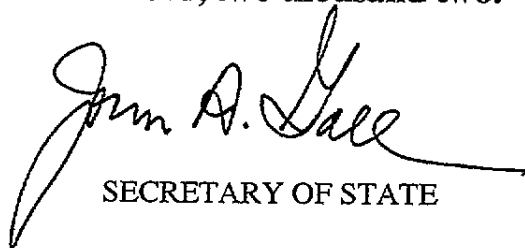
I, John A. Gale, Secretary of State of Nebraska do hereby certify;

RPSI, INC.

was duly incorporated under the laws of this state on September 29, 1993 and do further certify that no occupation taxes assessed are unpaid and no annual reports are delinquent; articles of dissolution have not been filed and said corporation is in existence as of the date of this certificate.

In Testimony Whereof,

I have hereunto set my hand and  
affixed the Great Seal of the State  
of Nebraska on April 16, in the year  
of our Lord, two thousand two.

  
SECRETARY OF STATE

