

Document Number Only

F99000000 1564

C T Corporation System
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, FL 32301
City State Zip Phone

CORPORATION(S) NAME

200002806312--9
-03/15/99--01127--019
*****35.00 *****35.00

200002806312--9
-03/15/99--01127--020
*****35.00 *****35.00

W99-6207

Total Systems Solutions, Inc.

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of R.A.
☐ Fictitious Name
☐ CUS
☐ After 4:30
☒ Pick Up

HC 3/24

99 MAR 15 PM 12:04

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

3/15

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED
THANKS
Connie

RECEIVED
99 MAR 15 PM 12:00
DIVISION OF CORPORATION

Conflict
M90036



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 15, 1999

CT CORPORATION SYSTEM

SUBJECT: TOTAL SYSTEMS SOLUTIONS, INC.
Ref. Number: W99000006207

We have received your document for TOTAL SYSTEMS SOLUTIONS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 199A00012320

DIVISION OF CORPORATIONS

99 MAR 24 PM 12:21

RECEIVED

Walk In
Pick Up
3/24/99

Please back date
Thanks

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Larry C. Jones, do hereby certify
(Name)

that this Resolution of the Board of Directors of Total Systems Solutions, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Alabama,

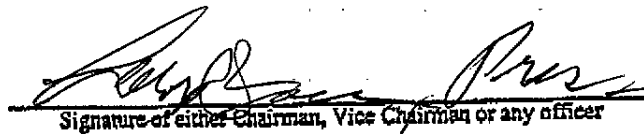
was duly adopted on March 18, 1999.

Be it resolved, that Total Systems Solutions, Inc.
(Corporate Name)

organized and existing in the State of Alabama, hereby adopts the name

Total Systems Solutions of Alabama, Inc. for use in Florida.

Dated: March 18, 1999


Signature of either Chairman, Vice Chairman or any officer

Larry C. Jones, President and Sole Director
Type or print name

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 15 PM 2:04

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Total Systems Solutions, 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. Alabama

(State or country under the law of which it is incorporated)

3. 63-1217068

(FEI number, if applicable)

4. January 28, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, and 817.155, F.S.))

7. 7009 Brockport Court

Montgomery, Alabama 36117

(Current mailing address)

8. See Attached Page

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T CORPORATION SYSTEM

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

10. Registered agent 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 obligation of my position as registered agent.

C T CORPORATION SYSTEM by: Dale W. Morris

(Registered agent's signature) Dale W. Morris, Assistant Vice President

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 15 PM 2:04

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Larry C. Jones

Address: 7009 Brockport Court

Montgomery, Alabama 36117

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Larry C. Jones

Address: 7009 Brockport Court

Montgomery, Alabama 36117

Vice President: _____

Address: _____

Secretary: Larry C. Jones

Address: 7009 Brockport Court

Montgomery, Alabama 36117

Treasurer: Larry C. Jones

Address: 7009 Brockport Court

Montgomery, Alabama 36117

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

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

14. Larry C. Jones, President
(Typed or printed name and capacity of person signing application)

**PURPOSE OF
TOTAL SYSTEMS SOLUTIONS, INC.**

The purposes for which the Corporation is formed are to do any and all of the things hereafter set forth, to the same extent as natural persons might or could do as partner, principal or agent, namely:

To acquire the goodwill, franchises, rights, property, stock and assets of any and all kinds and to assume or undertake the whole or any part of the liabilities of any person, firm, association or corporation, on such terms and conditions as may be agreed upon and to pay for same in any manner authorized by the Board of Directors of the Corporation;

To make, accept, endorse, guarantee, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations from time to time, with or without security, on real or personal property;

To borrow and raise money for the business of the Corporation in any manner as the Board of Directors may determine necessary; and

To engage in any transaction involving real or personal properties.

In order to carry out the purposes hereinabove set forth, the Corporation shall have and exercise all the powers conferred on it by the laws of the State of Alabama, including, but not limited to the following:

To enter into, make, perform and carry out, or cancel and rescind contracts for any lawful purposes pertaining to its business;

To enter into any lawful arrangements for sharing profits or providing pensions for its employees;

To enter into any general or limited partnership as a general or limited partner, or any joint venture, limited liability company, syndicate, pool or other association of any kind for the purpose of any undertaking which the Corporation would have power to conduct by itself;

To issue, purchase, take, receive or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares, with the right to purchase its own shares, whether direct or indirect, to the extent of its capital surplus available therefor;

To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts or other obligations created by any individual, partnership, association, corporation or other entity, to the extent that such guaranties are made in pursuance of the purposes set forth in this Article;

To do all and everything necessary, suitable or proper for the accomplishment of any of the enumerated purposes or any other purpose which the Directors may deem advantageous for the Corporation, the attainment of any of the objects or the furtherance of any of the powers hereinabove set forth, either alone or in conjunction with other corporations, firms or individuals, and either as principals or as agents and do every act or acts, thing or things, incidental or pertinent to or growing out of or connected with the aforesaid objects, purposes or powers or any of them;

To negotiate all contracts in the regular course of business, including the purchase, sale and exchange of real and personal property for the Corporation for such considerations and upon such terms as the President or Vice-President deems to be in the best interests of the Corporation and to borrow money for and on behalf of the Corporation; and

To transact any and all lawful business for which corporations may be incorporated under Title 10, Chapter 2B, Alabama Business Corporations Act, Code of Alabama, 1975, as amended.

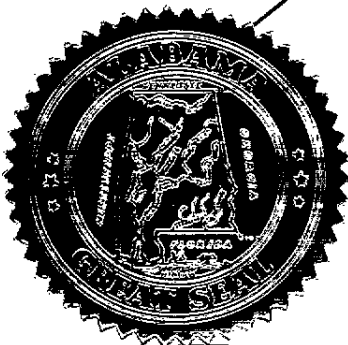
The President or the Vice-President shall execute and deliver all deeds, mortgages, leases, contracts, releases and other instruments to which this Corporation is authorized to become a party. In the exercise of this authority no action shall be required by the Board of Directors. All deeds, mortgages and other instruments which by general practice are attested, shall be attested by the Secretary or any Assistant Secretary. The absence of the corporate seal from any document shall not affect its validity even though its affixing may be recited. The Board of Directors is empowered to authorize and cause to be executed deeds, mortgages, liens and other conveyances by other officers of the Corporation for all or any part of the real and personal property of the Corporation.

The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the Corporation, and the enjoyment and exercise thereof, conferred by the laws of the State of Alabama.

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Total Systems Solutions, Inc. incorporated in Montgomery County, Montgomery, Alabama on January 28, 1999. I further certify that the records do not disclose that said Total Systems Solutions, Inc. has been dissolved.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 15 PM 2:04



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

March 9, 1999

Date

Jim Bennett

Jim Bennett

Secretary of State