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EXAMINER



FLORIDA DEPARTMENT OF STATE Division of Corporations

August 28, 2012

S. NOEL WHITE 201 DOUGLAS AVENUE, SUITE B DUNEDIN, FL 34698

SUBJECT: MERCHANT SERVICES OF FLORIDA, LLC

Ref. Number: W12000044598

We have received your document for MERCHANT SERVICES OF FLORIDA, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words "Limited Liability Company," the abbreviation "L.L.C.", or the designation "LLC". The word "Limited" may be abbreviated as "Ltd." and the word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable: "Limited Company", "L.C.", and "LC".

The document number of the name conflict is P10000039779.

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) 245-6051.

Tammi Cline Regulatory Specialist II

Letter Number: 812A00021956

The Law Office of SYLVIA NOEL WHITE, P.A. 201 DOUGLAS AVENUE, SUITE B DUNEDIN, FLORIDA 34698 (727) 735-0645

S. NOEL WHITE CHRISTOPHER N. GIULIANA, OF COUNSEL FAX:(727) 735-9375 E-MAIL:SNOELWH@AOL.COM

September 10, 2012

Florida Department of State Registration Section, Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: NATIONAL MERCHANT SERVICES SOLUTIONS, LLC

Dear Sir or Madam:

Enclosed for filing are the original of the **Articles of Organization** and the **Designation of Registered Agent** for NATIONAL MERCHANT SERVICES SOLUTIONS, LLC, a new Florida limited liability company along with a copy of your August 28, 2012 letter.

A check for \$130.00 to cover the filing fee for the Articles (\$100), the filing fee for the Designation of Registered Agent (\$25), and the fee for a Certificate of Status (\$5) was previously submitted.

Please forward to me your letter of acknowledgment and the Certificate of Status.

If you have any questions or comments, please contact me.

Sincerely,

S. Noel White Attorney at Law

ARTICLES OF ORGANIZATION OF NATIONAL MERCHANT SERVICES SOLUTIONS, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I NAME AND MAILING ADDRESS & STREET ADDRESS OF PRINCIPAL OFFICE

The name of the limited liability company shall be NATIONAL MERCHANT SERVICES SOLUTIONS, LLC, [hereinafter the "Company"] and its principal office's street address shall be 1420 Bass Boulevard, Dunedin, FL 34698 and its mailing address shall be1350 County Road 1, #2693, Dunedin, FL 34698, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II PURPOSES AND POWERS

The Company is established and authorized to engage in any lawful activity and business. In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, the Company shall possess all the powers which an individual possesses to carry out its affairs and businesses.

ARTICLE III MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members as provided in the Company's Operating Agreement as amended from time to time. A member's interest in the Company may not be sold, assigned or otherwise transferred except as provided in the Company's Operating Agreement, as amended from time to time. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business as provided in the Company's Operating Agreement as amended from time to time.

ARTICLE IV

This Company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE V INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of the limited liability company is DARLA S. KNIGHT, 1420 Bass Boulevard, Dunedin, FL 34698.

ARTICLE VI MANAGING MEMBERS

The name and address of each Managing Member is as follows:

Title

Name and Address

"MGR" - Manager "MGRM" - Managing Member

MGRM

DARLA S. KNIGHT 1420 Bass Boulevard Dunedin, FL 34698

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of NATIONAL MERCHANT SERVICES SOLUTIONS, LLC.

Executed by the undersigned at on <u>September 10</u>, 2012.

DARLA S. KNIGHT

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felorities provided for in s.817.155, F.S.)

DARLA S. KNIGHT

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT For NATIONAL MERCHANT SERVICES SOLUTIONS, LLC, A Florida Limited Liability Company

I hereby certify that the name and Florida street address of the Registered Agent for NATIONAL MERCHANT SERVICES SOLUTIONS, LLC, a Florida Limited Liability Company, is:

DARLA S. KNIGHT 1420 Bass Boulevard Dunedin, FL 34698

DARLA S. KNIGHT, Member

DATE: Leptember 10 2012.

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for NATIONAL MERCHANT SERVICES SOLUTIONS, LLC, a Florida Limited Liability Company, 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 as provided for in Chapter 609, Florida Statutes.

DARLA S. KNIGHT Registered Agent September 19,2012 DATE