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JANA ANDREWS & ASSOCIATES

A PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW

2807 W. BUSCH BOULEVARD
SUITE 202
TAMPA, FLORIDA 33618

(813) 932-8499

FAX (813) 932-8703

FILED
00 FEB 18 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 11, 2000

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-01/18/00--01096-016
****122.50 *****78.75

Re: Incorporation of TRANSACTION TECHNOLOGIES, INC.

Dear Sir or Madam:

Please find enclosed the following documents with regard to the above corporation:

1. Two (2) originals of the Articles of Incorporation - one for filing with the State, and the other for certification and return to the address contained on this letterhead;

2. An original and one copy of the Certificate Designating Registered Agent; and

3. Check made payable to the Secretary of State in the amount of \$122.50 to cover the following costs:

a. Filing Fee	\$35.00
b. Certified Copy	52.50
c. Registered Agent Designation	<u>35.00</u>
Total:	\$122.50

Thank you for processing the above enclosures. Should you have any questions, please do not hesitate to contact me.

Sincerely,


Jana Andrews

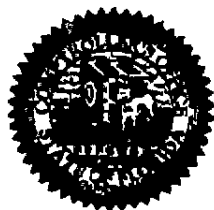
JA/vr

Enclosures

cc: Ms. Elsie M. Walker
(w/copy of enclosures)

F. G. MESSER

FEB 23 2000



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

February 2, 2000

Ms. Anita M. Carpenter
13512 Gibbons Pass
Tampa, Florida 33613

Dear Ms. Carpenter:

Re: "Left Bank Technologies, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Art Simon
Director

:kr

cc: Karen Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

JANA ANDREWS & ASSOCIATES

A PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW

2807 W. BUSCH BOULEVARD
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TAMPA, FLORIDA 33618

(813) 932-8499

FAX (813) 932-8703

January 26, 2000

PERSONAL and CONFIDENTIAL

Department of State
Attn: Freida Chesser
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation of LEFT BANK TECHNOLOGIES, INC.

Dear Ms. Chesser:

I am in receipt of your Fax Transmittal Cover Letter dated 1/25/00 advising that the name "Transaction Technologies, Inc." is not available and that your office has retained the documentation and fee previously provided. Since the name "Transaction Technologies, Inc." is not available, my clients would like to incorporate under the name "Left Bank Technologies, Inc.". Since the only page affected by the new name is the first page, I have enclosed an original and one duplicate original of a new first page to replace the "Transaction Technologies, Inc." first page. Also enclosed is an original and one duplicate original of a Certificate Designating Registered Agent for Left Bank Technologies, Inc.. Please proceed with filing the corporation under Left Bank Technologies, Inc..

Your assistance in processing these documents is appreciated. Should you have any questions, please do not hesitate to contact me.

Sincerely,



Jana Andrews

JA/vr

Enclosures

cc: Ms. Elsie M. Walker
(w/copy of enclosures)

ARTICLES OF INCORPORATION
OF
LEFT BANK TECHNOLOGIES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the Corporation is LEFT BANK TECHNOLOGIES, INC.. The address of the Corporation is 13014 N. Dale Mabry, Suite 196, Tampa, Florida 33618.

ARTICLE II
DURATION

The Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The Corporation is organized for the following purposes: sales and marketing of financial transaction services; to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 7500 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares", and all of which shall have the same rights and privileges.

**ARTICLE V
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation 2807 W. Busch Boulevard, Suite 202, Tampa, Florida 33618, and the name of the initial Registered Agent of the Corporation at that address is Jana Andrews.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names and addresses of the initial Directors of the Corporation are:

Anita M. Carpenter	Elsie M. Walker
13014 N. Dale Mabry	13014 N. Dale Mabry
Suite 196	Suite 196
Tampa, FL 33618	Tampa, FL 33618

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:
Elsie M. Walker, 13014 N. Dale Mabry, Suite 196, Tampa, Florida 33618.

**ARTICLE IX
BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.


**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XI
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of January, 2000.



Elsie M. Walker
INCORPORATOR AND SUBSCRIBER

CERTIFICATE DESIGNATING REGISTERED AGENT

00 FEB 18 PM 1:28
SECRETARY OF STATISTICS
TALLAHASSEE, FLORIDA

FILED

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with the Statutes:

That LEFT BANK TECHNOLOGIES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, 13014 N. Dale Mabry, Suite 196, Tampa, FL 33618, has named Jana Andrews, located at 2807 W. Busch Boulevard, Suite 202, Tampa, County of Hillsborough, State of Florida 33618 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

By: 
JANA ANDREWS
REGISTERED AGENT

Date: January 11, 2000