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TRANSMITTAL LETTER

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

100003262001--4
-05/22/00--01117--014
*****87.50 *****87.50

SUBJECT: Merchant Services of Florida, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ $70.00 Filing Fee	☐ $78.75 Filing Fee & Certificate of Status	☐ $78.75 Filing Fee & Certified Copy	☒ $87.50 Filing Fee, Certified Copy & Certificate of Status
		ADDITIONAL COPY REQUIRED	

FROM: Miguel A. Nieves
Name (Printed or typed)

600 Brickell Ave. Ste 301-L
Address

Miami, FL 33131
City, State & Zip

(305) 373-1680
Daytime Telephone number

EFFECTIVE DATE 5-18-00

FILED
00 MAY 22 AM 10: 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miguel A. Nieves GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. IV
DATE 6-1-00
DOC. EXAM [illegible]

NOTE: Please provide the original and one copy of the articles.

6-1

ARTICLES OF INCORPORATION OF
MERCHANT SERVICES OF FLORIDA, INC.

00 MAY 22 AM 10: 05 FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be MERCHANT SERVICES OF FLORIDA, INC.

ARTICLE II

The general nature of the business and the object and purpose propose to be transacted and carried on are to engage in and all activities or business permitted under the laws of the United States and the State of Florida.

EFFECTIVE DATE
5-18-00

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of $1.00 per share.

ARTICLE IV

The street address of the Principal office of the corporation shall be 600 Brickell Avenue Suite 301-L Miami, Florida 33131.

ARTICLE VI

This corporation shall exist perpetually unless sooner dissolved according to the law and said corporation's existence shall commence on the date of subscription and acknowledgement of this Certificate of Incorporation.

ARTICLE V

The number of directors of this corporation shall not be less than one (1) no more than seven (7). The corporation shall initially have one (1) Director.

ARTICLE VI

The corporation shall be managed by a Board of Directors unless the stockholders shall by majority vote hereafter determine that the corporation shall be managed by the stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the stockholders from time to time, but at no time shall there be less than one (1) director. At not time shall the corporation be managed by the stockholders unless there is at least one (1) stockholder.

ARTICLE VII

Any restrictions imposed by the corporation on the sale or other disposition of its shares and on the transfer thereof must be noted conspicuously on each certificate representing shares of which the restrictions applies.

ARTICLE VIII

The name and addresses of the first Board of Directors of the corporation, who shall hold office for the first year or until their successors are elected shall be:

NAMES	ADDRESSES	OFFICE
MIGUEL A. NIEVES	1000 NW N. RIVER DR. APT. 103 MIAMI, FL 33136	Pres/Treas/Dir

ARTICLE IX

These Articles may be amended, when approved by a majority of the Directors and stockholders.

The corporation shall indemnify directors or officers, or subscribers and their heirs, and assigns, against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim action, suit or proceeding in which the be reason of being or having been directors or officers, except in relation to mattes as to which any such directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification may be entitled under the law, or by-law, agreement, vote of stockholders or other wise,

The private property of the Stockholders shall not be subject to the payment oft the corporate debts in any extent whatever.

ARTICLE X

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE XI

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE XII

The Registered Agent to accept service of process within this State for said corporation shall be:

MIGUEL A. NIEVES 1000 NW N. RIVER DR. APT. 103 MIAMI, FL 33136

Having been named to accept service of process fro the above stated corporation at the place designated, herein, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act to keeping open said office.

MIGUEL A. NIEVES

In WITNESS WHEROF, I, the undersigned, being the original subscriber(s) to the capital stock hereinabove named and the incorporators, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares hereinabove set forth, and hereunto set our hands and seals this 18 day of May, 2000, by:

MIGUEL A. NIEVES

STATE OF FLORIDA
COUNTY OF MIAMI-DADE:

BEFORE ME the undersigned authority personally appeared, MIGUELA. NIEVES to me well known by me to be the individuals described in, and who executed the foregoing Certificate on incorporation, and who has acknowledged before me that they executed the same for the purposes therein expressed.

X personally known of
_____ produced ______________________ as identification

IN WITNESS WHEROF, I have hereunto affixed my hand and official seal at Miami, Miami-Dade County, Florida on this 18 day of May, 2000

Notary Public
State of Florida

Thomas N. Whalen
MY COMMISSION # CC814105 EXPIRES
March 2, 2003
BONDED THRU TROY FAIN INSURANCE, INC.