

700000080723

Clif Davis

Requester's Name

PDB 1057

Address

Monticello FL 32344

City/State/Zip

Phone #

850/997-0113

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ATM ~~(PDB)~~ PLUS, INCORPORATED

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 25 PM 1:24

APPROVED
AND
FILED

DIVISION OF CORPORATION

00 AUG 25 PM 1:18

RECEIVED

100003373441--8
-08/25/00--01044--009
*****78.75 *****78.75

Examiner's Initials

ARTICLES OF INCORPORATION

OF

ATM PLUS, INC.

00 AUG 25 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

We, the undersigned, acting as incorporators of a Corporation under the laws of the State of Florida, adopt the following Articles of Incorporation of such corporation:

ARTICLE I - NAME

The name of the corporation shall be ATM PLUS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 224 Forrest Avenue, Cocoa Beach, Florida 32922.

ARTICLE III - TERM OF EXISTENCE

The period of the duration of this corporation is perpetual unless dissolved according to law.

ARTICLE IV - PURPOSE

The purposes for which the corporation is organized are:

1. Merchant card processing services.
2. To engage in any activities or business permitted under the laws of the United States and Florida.
3. To conduct business in, have one or more offices in, and buy, hold, mortgage,

sell, convey, lease, or otherwise dispose of real and personal property in the State of Florida and in all other states in the United States of America.

4. To conduct debts and borrow money, issue and sell, or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property or other indebtedness.

5. To purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire, or dispose of the shares of the capital stock, or of any bonds, securities, or otherwise evidences of indebtedness created by any other corporation of the State of Florida, or of any other state or government, and while owner of such stock, to exercise all of the rights, powers and privileges of ownership, including but not limited to, the right to vote such stock.

6. To purchase, hold, sell and reissue the shares of its own capital stock.

7. To exercise generally any and all powers now or hereafter conferred upon corporations by the laws of the State of Florida.

8. To do any and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental for the protection and benefit of the corporation and in general to carry on any lawful business necessary or incidental to the attainment of the corporation.

9. The foregoing clauses shall be construed as objects, purposes, powers and

provisions for the regulation of the business and the conduct of the affairs of the operation, the Directors, or Stockholders, in addition to these powers specifically conferred upon the corporation by law, and the foregoing specific enumeration of powers and purposes shall not be construed as limiting, or restricting, in any manner, the powers and purposes of the corporation otherwise granted by law.

ARTICLE V - OFFICERS AND DIRECTORS

The names of the officers and directors who are to manage all affairs of this corporation until the first election or appointment under the Articles of Incorporation are as follows:

Willard Brian Chason - President
106 Barbara Street
Tallahassee, Florida 32304

Wendy L. Boyd - Secretary
2016 North Indian River Drive
Cocoa Beach, Florida 32922

ARTICLE VI - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

ONE HUNDRED (100) SHARES

of common stock having a nominal or par value of ONE AND NO/100 DOLLARS (\$1.00) per share.

ARTICLE VII - INCORPORATORS

The name and address of each incorporator is:


Willard Brian Chason
106 Barbara Street
Tallahassee, Florida 32304

Wendy L. Boyd
2016 North Indian River Drive
Cocoa Beach, Florida 32922

IN WITNESS WHEREOF, the undersigned incorporators have executed these

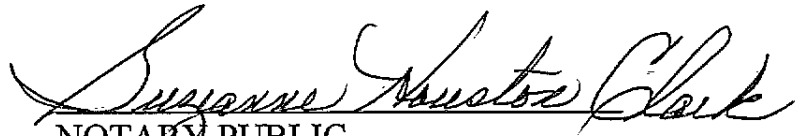
Articles of Incorporation on this 19th day of August, 2000.

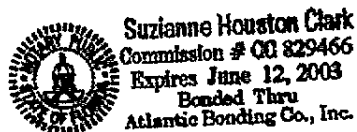

WILLARD BRIAN CHASON


WENDY BOYD

STATE OF FLORIDA,
COUNTY OF Brevard

THE FOREGOING instrument was acknowledged and sworn to before me this 19th day of August, 2000, by Willard Brian Chason and Wendy Boyd of ATM Plus, Incorporated.


NOTARY PUBLIC
State of Florida at Large
My commission expires:
12 June 2003



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ATM PLUS, INCORPORATED.
2. The name and address of the registered agent and office is:

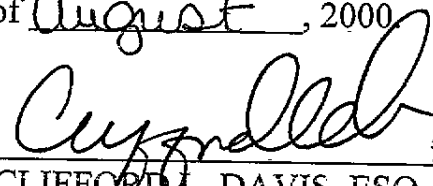
CLIFFORD L. DAVIS, LAWYER
310 North Jefferson Street
Monticello, Florida 32344

DATED on this 19 day of August, 2000.



WILLARD BRIAN CHASON
President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes, on this 21st day of August, 2000.



CLIFFORD L. DAVIS, ESQ.
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 25 PM 1:25

APPROVED
AND
FILED