

P0100000 13769

TRANSMITTAL LETTER

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

FILED  
01 FEB -5 PM 4:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Subject: HERITAGE FINANCIAL CARD SERVICES INC

(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check  
for \$ 78.75.

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-02/06/01--01009--022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FROM: Karin Rohret  
Rohret & Associates Inc  
5290 Seminole Blvd. # F  
St. Petersburg, FL 33708

(727) 393-0872

EFFECTIVE DATE  
02-01-01

Note: Please provide the original and one copy of the Articles.



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ARTICLES OF INCORPORATION  
OF

HERITAGE FINANCIAL CARD SERVICES INC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the Florida Business Corporation Act and in accordance with the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be **Heritage Financial Card Services Inc.** The effective date of incorporation shall be **February 01, 2001.**

ARTICLE II

The general nature of the business or businesses to be conducted by this corporation, together with and in addition to those powers conferred by the laws of the State of Florida upon corporations organized under and by virtue of the laws of Florida shall be as follows:

- (a) To render services and/or buy, sell, deal in, lease, hold personal property, but not limited to etc
- (b) To operate various business ventures within the State of Florida.
- (c) To borrow money and contract debts necessary for the transaction of its corporate rights.
- (d) To apply and qualify to carry on the general nature of business or businesses as authorized by this corporate charter and/or any amendments hereto in any state of the United States of America.
- (e) To do all and anything necessary and proper for the accomplishment of the objectives enumerated in its Articles of Incorporation or amendments thereof or necessary of incidental to the protection or benefit of the corporation and, in addition to the specific powers enumerated herein, to have any and all rights, powers and privileges which are granted to corporations incorporated

EFFECTIVE DATE  
02-01-01

under the laws of the State of Florida and in that connection to carry on any lawful business necessary or incidental to the attainment of the objectives of the corporation, whether such business is similar in nature to the objectives set forth in the Articles of Incorporation or any amendment thereof.

### ARTICLE III

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- (1) There shall be only one class of capital stock. All common shares shall have equal voting rights. There are no special conditions or limitations.
- (2) The corporation is authorized to issue 1,000 shares at \$ .10 per share.
- (3) The par value per share is \$ .10

### ARTICLE IV

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This corporation shall have perpetual existence.

### ARTICLE V

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The principal offices of the corporation shall be located at:

**P O BOX 40471**

**ST PETERSBURG, FL 33743**

Its mailing address is the same, but the corporation shall have the power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined and deemed expedient by the directors.

### ARTICLE VI

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The name and address of the initial registered agent is:

**Karin Rohret**

**5290 Seminole Blvd # E/F**

**St Petersburg, FL 33708**

### ARTICLE VII

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The power to adapt, alter, amend or repeal Bylaws shall be vested in the board of directors. Directors to be elected at a later time.

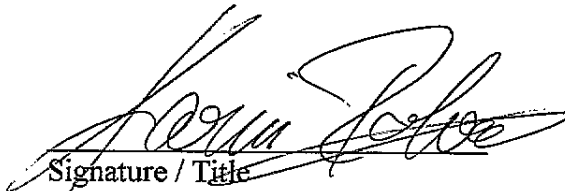
## ARTICLE VIII

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The name and address of the incorporator to these Articles of Incorporation is:

Karin Rohret  
5290 Seminole Blvd #E/F  
St Petersburg, FL 33708

The undersigned has executed these Articles of Incorporation this 1<sup>st</sup>.day of  
February, 2001

  
Signature / Title

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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:

HERITAGE FINANCIAL CARD SERVICES INC

2. The name and address of the registered agent is and office is:

Karin Rohret

ROHRET & ASSOCIATES INC

5290 Seminole Blvd # F

St Petersburg, FL 33708

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AND 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.

  
Karin Rohret

02/02/2001