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To:

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Fax Number : (850) 922-4001

From:

Account Name : NATIONAL CORPORATE RESEARCH, LTD.  
Account Number : 120000000088  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**ULTRA CARD, INC.**

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## ARTICLES OF INCORPORATION

OF

## ULTRA CARD, INC.

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is Ultra Card, Inc.

SECOND: The address, wherever located, of the principal office of the corporation, if known, is 630 22<sup>nd</sup> Street, Orlando Fl. 32805.

THIRD: The number of shares that the corporation is authorized to issue is 1000, all of which are of a par value of \$0.01 each and are of the same class and are to be common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is 630 22<sup>nd</sup> Street, Orlando Fl. 32805. The name of the registered agent of the corporation at such address is Larry Wolf.

The written acceptance of the said initial registered agent, as required in Section 607.0501(3) of the Florida Business corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME  
Gary Weston

ADDRESS  
c/o Olshan Grundman Frome  
Rosenzweig & Wolosky LLP  
505 Park Avenue  
New York, NY 10022

SIXTH: The purposes for which the corporation is organized shall be to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act

SEVENTH: The duration of the corporation shall be perpetual.

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EIGHTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

NINTH: The corporate existence of the corporation shall begin upon filing of these Articles of Incorporation.

Signed on March 5, 2001

  
Gary Weston, Sole Incorporator

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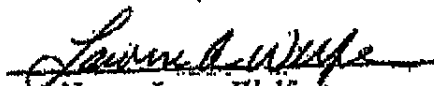
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Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.

  
Name: Larry Wolf

Date: 3/5/01

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