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June 13, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Filing Articles of Incorporation

200004425902--4
-06/19/01--01005--007
*****78.75 *****78.75

Dear Sir / Madam:

Enclosed for filing are the Articles of Incorporation of the Alliance Merchant Services, Inc., along with a firm check in the amount of \$ 78.75 for payment of the filing fee (\$70.00) and Registered Agent Fee (\$8.75).

Thank you for your prompt response to this matter and if you have any questions, please do not hesitate to contact our office.

I remain

Very truly yours,



Carla DeLoach Bryant

CDB/led
Enclosures

FILED
01 JUN 18 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/19

**ARTICLES OF INCORPORATION
OF
ALLIANCE MERCHANT SERVICES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the articles of incorporation:

ARTICLE I

NAME

The name of the Corporation is: Alliance Merchant Services, Inc.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The principal place of business and mailing address of the corporate office is 1342 Campbell Street, County of Orange, City of Orlando, State of Florida 32806. The name and address of the initial registered agent of the corporation is:

Carla DeLoach Bryant, Esquire
1201 South Orlando Avenue, Suite 350
Winter Park, Florida 32789

ARTICLE III

PURPOSE

This corporation is organized for the following purposes:

1. The purpose of the corporation is to provide credit processing.
2. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

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TALLAHASSEE, FLORIDA

ARTICLE IV

SHARES

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The names and addresses of the initial board of directors are:

Thomas Pouliot
1201 South Orlando Avenue, Suite 350
Winter Park, Florida 32789

Casey DeLoach
1201 South Orlando Avenue, Suite 350
Winter Park, Florida 32789

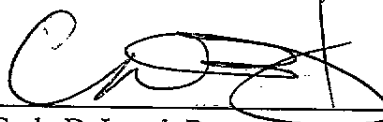
ARTICLE VI

INCORPORATORS

The name and address of the person signing these articles of Alliance Merchant Services, inc. as the incorporator is:

Carla DeLoach Bryant, Esquire
1201 South Orlando Avenue, Suite 350
Winter Park, Florida 32789

The undersigned incorporator of the corporation, has executed these articles of incorporation at The Law Offices of Carla DeLoach Bryant, P.A., 1201 South Orlando Avenue, Suite 350, Winter Park, Florida 32789.


Carla DeLoach Bryant

ACCEPTANCE AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at 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 am familiar with and accept the obligations of my position as registered agent.

Signed this 12 day of June, 2001.


Carla DeLoach Bryant

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