

PO1000064205

Date: JUNE 8, 2001

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32304

Re: MARKET CARD SOLUTIONS,
INC.

000004446310--7
-06/26/01--01087--002
*****70.00 *****70.00

GENTLEMEN:

ENCLOSED HERewith ARE THE ARTICLES OF
INCORPORATION TOGETHER WITH A COPY OF SAID ARTICLES FOR

MARKET CARD SOLUTIONS, INC.

FILING FEE	\$ 35.00
REGISTERED AGENT	\$ 35.00
	<hr/>
	\$ 70.00

RESPECTFULLY SUBMITTED,
JOHN GRANER

FILED
01 JUN 26 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

No Copy

G. BULLOCK JUN 28 2001

4

CERTIFICATE OF INCORPORATION
of

MARKET CARD SOLUTIONS, INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

This name of this corporation shall be:

MARKET CARD SOLUTIONS, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is **FIVE HUNDRED (500)** shares of common stock having a par value of **ONE (\$1.00) DOLLAR PER SHARE.**

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than **FIVE HUNDRED (\$500.00) DOLLARS.**

ARTICLE V

The corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

**1304 SOUTHWEST 160 AVENUE, PMB 425
FORT LAUDERDALE, FL 33326**

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

ARTICLE IX

ARTICLE X

IN WITNESS WHEREOF, the undersigned, **JOHN GRANER** both
being natural persons, competent to contract, have hereunto set their hands and seals this
20th day of June 2001.

(SEAL)

(SEAL)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared **JOHN GRANER** to me known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 20th day of June 2001.

Harris Green

MY COMMISSION # CC753443 EXPIRES
 June 28, 2002
 BONDED THRU TROY FAIN INSURANCE, INC.



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT, UPON WHOM
PROCESS MAY BE SERVED.**

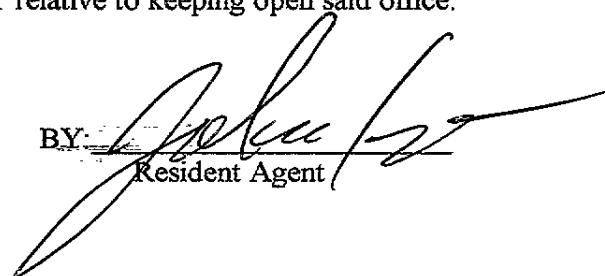
MARKET CARD SOLUTIONS, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

FIRST: That **MARKET CARD SOLUTIONS, INC.**, desiring to organize
under the laws of the State of Florida with its principal offices as indicated in the Articles
of Incorporation, in the City of **FORT LAUDERDALE**, County of **BROWARD** State
of Florida has named **JOHN GRANER** located at **1304 SOUTHWEST 160 AVENUE,**
PMB 425, FORT LAUDERDALE, FL 33326 as its agent to accept services of process
within this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation,
at the place designated in this certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of said ACT relative to keeping open said office.

BY: 
Resident Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA