

CORPORATE  
ACCESS,  
INC.

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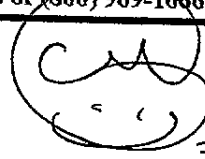
236 East 6th Avenue . Tallahassee, Florida 32303

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1.)

ATM Financial, Inc  
(CORPORATE NAME & DOCUMENT #)

2.)

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**Articles of Incorporations  
Of  
ATM Financial, Inc.**

I, the undersigned subscriber to these Articles of Incorporations, being of a natural person competent to contract, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

Name of Corporation

The name of the corporation is ATM Financial, Inc.

**ARTICLE II**

Principal Office

The principal office of the corporation is located at 1901 Hallmark Drive, Pensacola, Florida 32503 and its mailing address is 1901 Hallmark Drive, Pensacola, Florida 32503

**ARTICLE III**

Duration

The corporation shall have perpetual existence, commencing on the date of filing of these Articles of Incorporation in the Office of the Secretary of State for the State of Florida.

**ARTICLE IV**

Purpose

The general purpose for which this corporation is organized are:

- (1) To transact any and all lawful business, both within and without the State of Florida.
- (2) To do such other things as are incidental to the foregoing or necessary, implied, helpful or desirable in order to accomplish the foregoing.

**ARTICLE V**

Capital Stock

The corporation is authorized to issue One Hundred (100) shares of common stock, each share with a par value of One Dollar (\$1.00). No other class of type of stock shall be issued.

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## **ARTICLE VI**

### **Initial Registered Office and Agent**

The street address of the initial registered office is 1901 Hallmark Drive, Pensacola, Florida 32503 and the name of the initial registered agent of this corporation at that address is Stephen C. Benz.

## **ARTICLE VII**

### **Incorporator**

The name and address of the incorporator signing these Articles of Incorporation is Stephen C. Benz, 1901 Hallmark Drive, Pensacola, Florida 32503.

## **ARTICLE VIII**

### **Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of the corporation, shall have the right to purchase a pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which is offered to others.

## **ARTICLE IX**

### **Initial Board of Directors**

The initial Board of Directors of this corporation shall consist of two (2) members. The number of directors may be increased or decreased from time to time as provided in the bylaws of the corporation, but the number of directors of the corporation shall not be less than one or more than two (2). The names and addresses of the initial directors of the corporations are:

| <b><u>NAME</u></b> | <b><u>ADDRESS</u></b>                           |
|--------------------|---|
| Stephen C. Benz    | 1901 Hallmark Drive<br>Pensacola, Florida 32503 |
| Anthony Brown      | 3011 N 26th Ave<br>Milton , Florida 32583       |

## **ARTICLE X**

### **Amendment**

These Articles of Incorporation may be amended upon any proposed amendment receiving the affirmative vote of the holders of a majority of the shares then outstanding at any regular or special meeting of the stockholders, upon advance notice given of the change to be made. Upon approval by the Secretary of State, any such amendment shall become and be taken as a part of the original Articles of Incorporation.

## **ARTICLE XI**

### **Shareholder Quorum and Voting**

At any meeting of the shareholders, fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at a meeting entitled to vote on the subject matter shall be the act of the shareholders.

## **ARTICLE XII**

### **Bylaws**

The power to adopt, alter, amend or repeal the bylaws of the corporation shall be vested in the board of directors.

## **ARTICLE XIII**

### **Statutory Powers**

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

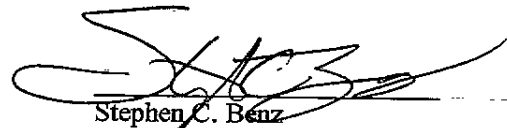
## **Certificate of Designations of Registered Agent/ Registered Office**

Pursuant to the provisions of sections 607.0505 or 671.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/office, in the State of Florida.

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

Stephen C. Benz  
1901 Hallmark Drive  
Pensacola, Florida 32503

HAVING BEING NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FUTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.



Stephen C. Benz

08-11-01  
Date

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13 day of August 2001.

  
Stephen C. Benz Co.

State of Florida  
Escambia County

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of August 2001 by  
Stephen C. Benz, who is personally known to me or who has produced \_\_\_\_\_  
as identification and who did take an oath.



  
Notary Public

Angela R. Colley  
Printed Name

April 17, 2004  
My Commission Expires

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