

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

Buy-Card Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:
Buy-Card Inc.

Article II. Address

The Corporation's mailing address is:
3947 Clark Rd.
Sarasota, FL 34233

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32303

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Wilfried Zschiedrich

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators Ltd.
1220 North Market Street
Wilmington, DE 19801
800-421-2661

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Article V. Capital Stock

The Corporation shall have the authority to issue 1500 shares of common stock with 0 par value.

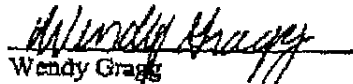
Article VI. Incorporator

The name and address of the incorporator is:
Wendy Gragg
1220 Market Street
Suite 606
Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on September 18, 2003

The undersigned incorporator executed these Articles of Incorporation on September 18, 2003


Wendy Gragg
Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Buy-Card Inc.

REGISTERED AGENT/OFFICE

Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32303

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

J. P. [Signature] President

Date: 9/18/03

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