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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)205-0381

From: Account Name : THE KLEINFELD LAW FIRM  
Account Number : 120020000152  
Phone : (305)375-9515  
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2004 MAR 17 AM 11:54  
TALLAHASSEE FLORIDA STATE

FLORIDA PROFIT CORPORATION OR P.A.

EVERTEX CORPORATION

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NO. 215 P. 2/4

**ARTICLES OF INCORPORATION  
OF  
EVERTEX CORPORATION**

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STATE  
TALLAHASSEE FLORIDA

**ARTICLE I  
NAME**

The name of the corporation is EVERTEX CORPORATION (hereinafter referred to as the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office of the Corporation is 7235-37 N.W. 54<sup>th</sup> Street, Miami, Florida 33166.

**ARTICLE III  
REGISTERED AGENT**

The name and address of the Corporation's registered agent in the State of Florida is CorpDirect Agents, Inc., 103 North Meridian Street, Tallahassee, Florida 32301.

**ARTICLE IV  
INCORPORATOR**

The name and address of the Incorporator of the Corporation is Sergio A. Pagliery, Esquire, One S.E. Third Avenue, Suite 1940, Miami, Florida 33131.

**ARTICLE V  
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI  
TERM**

The Corporation shall have perpetual existence.

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**ARTICLE VII  
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, par value \$.01 per share.

**ARTICLE VIII  
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

**ARTICLE IX  
DIRECTORS**

The Corporation shall have one (1) director initially and the number of directors may be increased or diminished from time to time, as provided in the Bylaws, but shall never be less than one. The name and address of the initial director is:

Andres Sarante  
7235-37 N.W. 54<sup>th</sup> Street  
Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned Incorporator has executed the Articles of Incorporation on this 17<sup>th</sup> day of March 2004.

  
SERGIO A. PAGLIERY, Incorporator

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**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT  
OF  
EVERTEX CORPORATION**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By: Cynthia A. Hicks  
CORPDIRECT AGENTS, INC.  
Print Name: Cynthia A. Hicks  
Title: V.P.

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