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FLORIDA PROFIT CORPORATION OR P.A.

CARDTECH, INC. — *Merchantech, Inc.*

Certificate of Status	1
Certified Copy	1
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VIA 7/11/05



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 7, 2005

JAM MARK LIMITED

SUBJECT: CARDTECH, INC.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
Merchantech, Inc.

The undersigned, acting as incorporator of **Merchantech, Inc.**, pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

Merchantech, Inc.

ARTICLE II. ADDRESS

The principal place of business of the corporation shall be:

10651 SW 108 Avenue, Suite 2-F

Miami, Florida 33176

The mailing address of the corporation shall be:

Same as above

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is **1,000** shares of common stock having a par value of **\$.01** per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 236 Neva Drive, West Palm Beach, Florida, 33415, and the name of the corporation's initial registered agent at that address is Walter Suarez.

ARTICLE VII. INCORPORATOR

The names and street address of the incorporators are:

Xavier R. Contreras and Natalia A. Contreras

10651 SW 108 Avenue, 2-F

Miami, FL. 33176

The incorporators of the corporation assign to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporators to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. DIRECTORS

The names and addresses of the initial Directors are:


Natalia A. Contreras

Xavier R. Contreras


Both reside at 10651 SW 108 Avenue, 2-F, Miami, Florida 33176

FAX AUDIT NO. H05000163325 3

The undersigned incorporators, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 07/05/05.



Natalia A. Contreras, Incorporator



Xavier R. Contreras, Incorporator

FAX AUDIT NO. H05000163325 3

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Merchantech, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 236 Neva Drive, West Palm Beach, State of Florida, has named Walter Suarez, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and that it is familiar with, and accepts, the obligations of that position.

Walter J. Suarez
Walter Suarez

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