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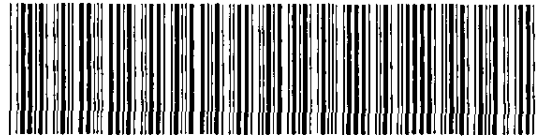
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-8-10
WC

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Total Integrated Payment Solutions, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☒ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: latter & Dougherty, PA.
Name (Printed or typed)
2457 Care Drive
Address
Tallahassee, FL 32308
City, State & Zip
878-2411
Daytime Telephone number
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
TOTAL INTEGRATED PAYMENT SOLUTIONS, INC.**

The undersigned Incorporator of Total Integrated Payment Solutions, Inc. hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Total Integrated Payment Solutions, Inc. ("Corporation"). Its initial place of business and mailing address shall be 4301 West Boy Scout Boulevard, Suite 150, Tampa, Florida 33607.

ARTICLE II

The general nature of the business to be transacted by the Corporation shall be that of any business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

The total number of shares authorized to be issued by the Corporation shall be 10,000,000. Of such shares, 9,000,000 shall be common stock, \$0.01 par value and 1,000,000 shall be undesignated preferred stock. The Board of Directors of the Corporation shall have the power, as described in Section 607.0602, *Florida Statutes*, to determine, in whole or in part, the preferences, limitations, and relative rights of any class of preferred stock.

ARTICLE IV

The term for which said Corporation shall exist shall be perpetual.

ARTICLE V

The number of directors shall not be fewer than one. A majority of the full board of directors or of the shareholders may, at any time during the year following the annual meeting of shareholders, increase the number of directors by not more than two directors, and appoint persons to fill resulting vacancies. The initial size of the Board of Directors shall be three and its members shall be: Gregory W. Bryant, C. Peter Bardin and Patrick J. Murrin.

ARTICLE VI

The officers of the Corporation shall be a President and a Secretary/Treasurer/Vice President, and any other offices as may be established by the Board of Directors from time to time. The initial President shall be Patrick J. Murrin and the initial Secretary/Treasurer/Vice President shall be C. Peter Bardin.

In witness of the foregoing, the undersigned Incorporator executed these Articles of Incorporation this 7th day of October, 2010.



Richard Pearlman
Iglar & Dougherty, P.A.
2457 Care Drive
Tallahassee, Florida 32308

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10 OCT - 8 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is: Total Integrated Payment Solution, Inc.
2. The name and address of the registered agent and office is:

Igler & Dougherty, P.A.
2457 Care Drive
Tallahassee, Florida 32308

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

IGLER & DOUGHERTY, P.A.

By: 
Richard Pearlman, Attorney

Date: October 7, 2010

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TALLAHASSEE, FLORIDA