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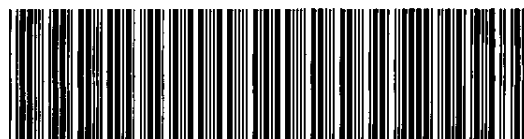
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2010 OCT 15 PM 4:17

10/19/10

Universal Resolution Capital Corp, Inc
5883 Autumn Chase Circle
Sanford, FL 32773

September 30, 2010

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

ATTN: Corporate Filings

To Whom It May Concern:

Enclosed please find the following items:

1. Articles of Incorporation for Universal Resolution Capital Corp, Inc (2 sets)
2. Check in the amount of \$78.75 for the filing fees

Please time and date stamp the second (2nd) set of the Articles (marked COPY) and return it in the enclosed envelope.

If you have any questions, please contact me at 407-260-1056.

Sincerely,



Arthur E. Heintz
Registered Agent

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**Articles of Incorporation
for
Universal Resolution Capital Corp, Inc**

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ARTICLE I. CORPORATE NAME

The name of this corporation is **Universal Resolution Capital Corp, Inc**

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in Retail Merchant Services along with any and all other business permitted under the laws of the United States of America and the great State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having par value of at least \$1.00 per share unless a resolution to amend this document for the purpose of increasing the total shares is passed by unanimous vote of the Board of Directors. Par value may be issued only for consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Register Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

**Arthur E. Heintz
921 Waverly Drive
Longwood, FL 32750**

The board of directors from time to time may move the Registered Office to any other address in the state of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders and board of directors, but shall never be less than one.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The initial board of directors of this corporation shall be:

1. Martin Aronin
2. John Lewis

The persons named as initial directors shall hold office for the first year of the existence of this corporation or until their successors are elected or appointed and has qualified, whichever occurs first. The address and phone numbers for the initial directors are listed in Article VIII.

ARTICLE VIII. INCORPORATORS

The names and street address of the persons signing these articles of incorporation as the incorporators are:

Martin Aronin
1516 East Lake Court
Hollywood, FL 33020
305-710-9429

John Lewis
5883 Autumn Chase Circle
Sanford, FL 32773
407-302-6942

ARTICLE IX. PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:

5883 Autumn Chase Circle
Sanford, FL 32773

ARTICLE X. AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE XI. OFFICERS

The following persons are the initially elected officers of the corporation and are to hold office until the next annual meeting.

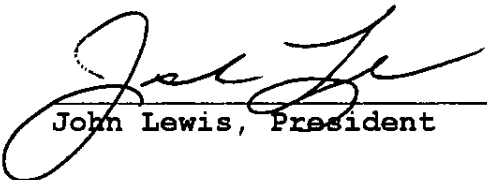
PRESIDENT	John Lewis
VICE-PRESIDENT	Martin Aronin
SECRETARY	Martin Aronin
TREASURER	John Lewis

ARTICLE XII TAX STRUCTURE

This corporation shall register with the Internal Revenue Service and shall be registered as a "C Corporation". The tax and accounting years for this corporation shall be January 1 through and including December 31.

ATTESTATION

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation.



John Lewis, President

10/11/10
Date


CERTIFICATE OF DESIGNATION
REGISTERED AGENT/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 **Universal Resolution Capital Corp, Inc**
2. The name and address of the registered agent and office is:

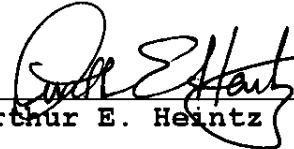
Arthur E. Heintz
921 Waverly Drive
Longwood, FL 32750

SIGNATURE _____


Arthur E. Heintz

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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.

SIGNATURE _____


Arthur E. Heintz

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