

P9500004609

ROBERT R. HILLS  
81 Surf Drive  
St Augustine, FL 32084  
(904) 461-3249

FILED  
SS FEB 20 PM 4:06

Department of Justice  
Federal Bureau of Investigation  
Washington, D.C. 20535

41000014101334  
02/20/95 11099 011  
\*\*\*\*\*0221444

Mr. [Name]

[Faded typed text]

[Faded typed text]

FILED  
95 FEB 20 PM 11:06  
HALL COUNTY CLERK

ARTICLES OF INCORPORATION  
OF  
ChequeMARK Technologies Corporation

The undersigned, whose names are hereinafter set forth, do hereby certify that the following is a true and correct copy of the Articles of Incorporation of the above named corporation.

ARTICLE I NAME

The name of the corporation shall be  
ChequeMARK Technologies Corporation

ARTICLE II PRINCIPAL OFFICE

The principal office of the corporation shall be located at  
81 Surf Drive  
St. Augustine, FL 32084

ARTICLE III CAPITAL STOCK

The number of shares of the corporation shall be 10,000,000 shares of common stock, no par value, and 1,000,000 shares of preferred stock, no par value, which shall be authorized to be issued by the corporation.

The shares of the corporation shall be divided into two classes, common stock and preferred stock. The common stock shall be the only class of stock which shall have the right to vote in the election of directors and in the amendment of the articles of incorporation and the bylaws of the corporation.

The preferred stock shall have the right to vote in the election of directors and in the amendment of the articles of incorporation and the bylaws of the corporation, but shall not have the right to vote in the election of directors and in the amendment of the articles of incorporation and the bylaws of the corporation.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Robert R. Hills  
81 Surf Drive  
St. Augustine, FL 32084

ARTICLE V INCORPORATOR

The name and address of the incorporator is:

Robert R. Hills  
81 Surf Drive  
St. Augustine, FL 32084

THE SIGNATURE OF THE INCORPORATOR OF THIS CORPORATION IS:

*Robert R. Hills*  
Robert R. Hills  
81 Surf Drive  
St. Augustine, FL 32084

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
95 FEB 20 PM 4:06  
HILLSBOROUGH COUNTY, FLORIDA

I, the undersigned, do hereby certify that the following is the true and correct name and address of the Registered Agent and Registered Office of the above named corporation, as shown on the records of the State of Florida, as of the date hereof.

Name of Corporation: **ChequeMARK Technologies Corporation**

The above named corporation is a corporation organized under the laws of the State of Florida.

**Robert R. Hills**  
81 Surf Drive  
St. Augustine, FL 32084

SIGNATURE \_\_\_\_\_  
TITLE \_\_\_\_\_  
DATE \_\_\_\_\_

HAVING BEEN DULY ADVISED OF THE RIGHTS AND OBLIGATIONS OF THE REGISTERED AGENT AND OFFICE OF THE ABOVE NAMED CORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY AND TO HOLD MYSELF AND MY OFFICE SUBJECT TO THE CONTROL AND SUPERVISION OF THE STATE OF FLORIDA AND TO BE RESPONSIBLE TO THE PUBLIC AND TO THE STATE OF FLORIDA FOR THE PERFORMANCE OF MY DUTY AS REGISTERED AGENT AND OFFICE OF THE ABOVE NAMED CORPORATION.

SIGNATURE \_\_\_\_\_  
DATE \_\_\_\_\_

P95000014609

ROBERT R. HILLS  
81 Surf Drive  
St. Augustine, FL 32084  
(904) 461-3249

Florida Department of Law  
2000 BANKERS BUILDING  
TALLAHASSEE, FL 32304

FILED  
95 MAR 20 PM 4:04  
TALLAHASSEE, FLORIDA

Dear Mr. Justice:

Enclosed for the Honorable Court are two copies of the proposed  
Amendment to the Florida Constitution. The proposed Amendment  
together with a letter explaining the Amendment and the reasons  
therefor are being submitted to you for your consideration.

Sincerely,

*Robert R. Hills*  
Robert R. Hills

~~Amend~~ Amend

3/24

Ⓟ

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
ChequeMARK TECHNOLOGIES CORPORATION

FILED  
95 MAR 20 PM 4:04  
TALLAHASSEE, FLORIDA

*Amendment to the provisions of the articles of incorporation of ChequeMARK Technologies Corporation, as amended, filed with the Secretary of State of Florida on March 14, 1995.*

FIRST:

RESOLVED, that Article III of the articles of incorporation of ChequeMARK Technologies Corporation, as amended, be amended to read that the maximum number of directors shall be twelve, and that at any one time shall consist of two members of each of the classes of common stock.

RESOLVED, that Article III of the articles of incorporation of ChequeMARK Technologies Corporation, as amended, be amended to read that the maximum number of preferred shares shall be 1,000,000, and that at any one time shall consist of 100,000 shares of preferred stock.

SECOND:

The amendments adopted hereof shall be effective as of the date of filing of the amendments with the Secretary of State of Florida.

THIRD:

The effective date of the amendments to the articles of incorporation shall be March 14, 1995.

FOURTH:

The amendments were adopted by the affirmative vote of a majority of the shareholders entitled to vote thereon at the meeting of the shareholders of ChequeMARK Technologies Corporation held on March 14, 1995.

Signed this 14th day of March, 1995.

By \_\_\_\_\_

Secretary