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CORPORATION NAM	E(s) & DOCUMENT NUI	MBER(S) (if known):
1 Canusal 1	redit Card C	and the
(Corpored	on Name)	(Document #)
2. (Corporate	on Name)	(Document #)
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(Corporate	on Name)	(Document #)
4. (Corporati	on Name)	(Document #)
Walk in Pic	ck up time	Certified Copy
Mail out W	/ill wait Photocopy	Certificate of Status
NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Director	
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
	projetti Attoni	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	' a annue Fuest Z N 1005
Fictitious Name	Limited Partnership	D. BROWN JUN 3 0 1995
Name Reservation	Reinstatement	
	Trademark	Examiner's Initials
	Other	

CR2E031(10/92)

ARTICLES OF INCORPORATION

OF

SECURED CREDIT CARD CENTER, INC.



ARTICLE I

The name of the corporation shall be:

SECURED CREDIT CARD CENTER, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of Florida and the corporation shall have the power and authority to do any and all things to the same extent as natural persons might or could do in any place whatsoever.

It is the intention that the powers and nature of the business of this corporation not in any way be restricted or limited except by operation of law and the corporation shall have all powers as may be granted either now or hereafter to corporations by the laws of the State of Florida.

ARTICLE III CAPITAL STOCKS

The total number of shares of capital stock which the corporation shall be authorized to distribute is 100 shares. Such shares shall be of a single class of common stock and shall have a par value of \$1.00 per share.



ARTICLE IV

The corporation shall have a perpetual existence.

ARTICLE V PRINCIPLE OFFICE

The initial street address of the corporation's principle office:

2300 South Pine avenue Suite - B Ocala, Florida 34471

ARTICLE VI REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statues, the following is submitted in compliance with said Act:

First: That SECURED CREDIT CARD CENTER, INC., desiring to organize under the laws of the State of Florida with it's registered office at 2300 South Pine Avenue, Suite - B Ocala, Florida 34471, has named Harry G. Cooper as it's agent to accept services of process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above-styled corporation, at the designated place, I hereby accept to add in this capacity and agree to comply with the provision of said relative to keeping open said office.

Harry G/Cooper, Registered Agent

ARTICLE VII MANAGEMENT BY BOARD OF DIRECTORS

The corporation shall have a Board of Directors of one and all of the corporate powers shall be exercised by, and the business affairs of the corporation shall be managed under the direction of the Board of Directors.

ARTICLE VIII

The corporation shall have one Director initially. The number of Directors may be increased or diminished from time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE IX INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

NAME Herry G. Cooper ADDRESS
2300 South Pine Avenue
Suite - B
Ocala, Florida 34471

ARTICLE X INCORPORATOR

The name and post office address of the incorporator of this corporation is:

NAME. Herry G. Cooper ADDRESS 2300 South Pine Ave. Suite - B Ocala, Florida 34471

ARTICLE XI

This corporation may be dissolved at any time (1) by unanimous written consent of the shareholders: or (2) on the affirmative vote of the holders of at least two - thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon.

ARTICLE XII

ADDITIONAL SHAREHOLDERS AND WITHDRAWAY AND SO STATE OF STATE O

The provision for additional shareholders and withdrawal of shareholders of this corporation shall be provided in the By-Laws.

ARTICLE XIII SALE OR TRANSFER OF STOCK

No shareholder shall sell, pledge or in any way transfer any stock held by him in this corporation without the unanimous consent of the Board of Directors and all shareholders of the corporation.

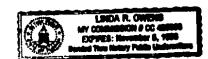
IN WITNESS WHEREOF, we the undersigned incorporators of this corporation have executed these Articles of Incorporation at 3540 S.E. Lake Weir Avenue. Ocala, Florida 34471 on this 29th day of Juna 1995.

STATE OF FLORIDA COUNTY OF MARION

The foregoing Articles of Incorporation were sworn to and subscribed before me this 29th day of June 1995. The above individual by Harry Cracer being personally known to me and did not take an oath.

NOTARY PUBLIC L

My commission expires:



		T MEMORANDUM		• • • • • • • • • • • • •	
TO:	12 Oi	ODATOR OF	915°5	NUMBER	
DEPARTMENT OF STATE	•	7 20 95	•	ในา	
	* * *	STATE OF FLORIDA OFFICE OF STATE TREASURER TALLAHASSEE FLORIDA			
* FUND	AMOUNT	REASON RETURNED	KEY #	* *	
• GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1		
* TRUST	706.25	ACCOUNT CLOSED	2	* 2 *	
* OTHER		UNCOLLECTED FUNDS	3	* *	
* TOTAL	706.25	OTHER	4	*	

CROSS REF	DISTRIBUTION SAMAS CODE	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00	4	122.50
12	45-20-2-130001-45300000-00-000100-00		583 75

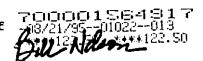
GRAND TOTAL:

706.25

60147-A

Process Date: 07/10/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.



State Treasurer



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 21, 1995

Harry or Gail A. Cooper 10645 NW County Highway C225A Ocala, FL 34475

SUBJECT: SECURED CREDIT CARD CENTER, INC.

Ref. Number: P95000051051

Debit Memo#: 60147-A

The Division of Corporations is in receipt of your check for \$122.50 for the replacement of check #186, which was returned by your bank because of No Reason Stamped on Check.

The service fee of \$15.00 required by section 215.34, Florida Statutes, was not included. We again request you remit a cashier's check or money order in the amount of \$15.00 which will cover this oversight.

Please note: If this service fee is not received within 15 days from the date of this letter, your corporate name and address will be turned over to the Comptroller's Office for whatever action they deem appropriate. Please send your check to my attention to the following address:

Division of Corporations Attn: Melinda Lilliston P.O. Box 6327 Tallahassee, FL 32314

If you have any questions concerning this request, you may reach me at (904)487-6900.

Sincerely, Melinda Lilliston Administrative Assistant I