The Brains States 800 342 8085 Tallanasia, Fl Mark PRESIDE BALL TEGAL A FINANCIAL SERVICE ACCOUNT NO. : 0721060000032 REFERENCE : 667260-4798A AUTHORIZATION : COST LIMIT : # 70.00 ORDER DATE : August 22, 1995

ORDER TIME : 8121 nd

ORDER NO. : 667200

CUSTONER:

CUSTOMER NO: 4798A

Barry J. Kaplan, Esq

KAPLAN & YENSCHEL

Building A, Suite 115 3363 West Commercial Blvd. Ft. Lauderdale, FL 33309

OOMESTIC FILING

RAME: HERCHANT SERVICES AND SYSTEMS, INC.

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTHERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS: T. BHOWN AUG 2 3 1995 CONTACT PERSON: Carol M. Hensal

95 AUS 23 FN 2 42

ARTICLES OF INCORPORATION

OF

MERCHANT SERVICES AND SYSTEMS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be:

MERCHANT SERVICES AND SYSTEMS, INC.

The address of the principal office of this corporation shall be 1421 Tyler Street, Hollywood, Florida 33020, and the mailing address of the corporation shall be the same.

ARTICLE 11. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 'NCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 23, 1995.

CORPORATION SERVICE COMPANY

By:
Its Agent, Gail Shelby

AJS 23 AM AJCIPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

D					,	
By:				· · · · · · · · · · · · · · · · · · ·		
	Its	Agent,	Gail	Shelby		

GLS/cmh