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96 MAR 20 AM 11:03
DIVISION OF CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 0721000000432
REFERENCE : 000206 021500
AUTHORIZATION : *Patricia Ryzak*
COST LIMIT : \$ 122.50

ORDER DATE : March 20, 1996

ORDER TIME : 10:13 AM

700001 750957

ORDER NO. : 000206

CUSTOMER NO: 021500

CUSTOMER: Mr. Richard Mephie
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

DOMESTIC FILING

NAME: ATM SERVICE PROVIDERS OF
AMERICA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: _____

3-21-96
KH

ARTICLES OF INCORPORATION
OF
ATM SERVICE PROVIDERS OF AMERICA, INC.

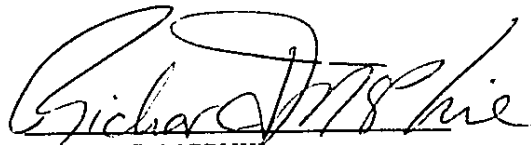
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TALLAHASSEE, FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is ATM SERVICE PROVIDERS OF AMERICA, INC.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this Chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1000 NPV shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 3483 INVERRARY BLVD W., AUDERHILL FL 33319 and the name of its initial registered agent at such address is NEIL MINNAKER.
6. The number of directors constituting the initial board of directors is ONE and the name and address of each person who is to serve as a member thereof is as follows: NEIL MINNAKER, 3483 INVERRARY BLVD W., FL 33319
7. The name and address of the sole incorporator is: RICHARD MCPHIE, c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 03/13/96


RICHARD MCPHIE
Sole Incorporator

**ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby accept appointment as Registered Agent of ATM SERVICE PROVIDERS OF AMERICA, INC., the within named corporation.

Dated: *MAR 18, 1996*


NEIL MINNAKER