

P96000041751
Melendez & Associates, Inc.

Accountants

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MAY 6, 1996

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: CARD PAYMENT SERVICES, INC.

700001815717
-05/09/96--01112--014
****122.50 ****122.50

DEAR SIRs:

ENCLOSED FIND THE ARTICLES OF INCORPORATION FOR THE ABOVE NAMED
SUBSCRIBER, ALONG WITH A CHECK IN THE AMOUNT OF \$122.50 TO COVER
THE INCORPORATION FEE.

THANKING YOU IN ADVANCE FOR YOUR KIND CONSIDERATION.


MARY MELENDEZ

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

55 MAY -9 PM 4:20

FILED

PH 5/15/96

FILED

96 MAY -9 PM 4:21

CLERK OF THE COURT
TALLAHASSEE, FLORIDA

CARD PAYMENT SERVICES, INC.

(NAME OF CORPORATION IN FULL)

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION EACH A NATURAL PERSON COMPETENT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE NAME OF THE CORPORATION IS:

CARD PAYMENT SERVICES, INC.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS AS FOLLOWS: TO CONDUCT BUSINESS IN, HAVE ONE OR MORE OFFICES IN, AND BUY, HOLD, SELL, CONVEY, LEASE OR OTHERWISE DISPOSE OF PERSONAL AND REAL PROPERTY, INCLUDING FRANCHISES, TRADEMARKS, PATENTS, COPYRIGHTS, LICENSES, IN THE STATE OF FLORIDA AND OTHER STATES AND COUNTRIES.

TO CONTRACT DEBTS AND BORROW MONEY, ISSUE AND SELL AND PLEDGE BONDS, DEBENTURES, NOTES AND OTHER EVIDENCES OF INDEBTEDNESS, AND EXECUTE SUCH MORTGAGES, TRANSFERS OF CORPORATE PROPERTY, OF OTHER INSTRUMENTS, TO SECURE THE PAYMENT OF CORPORATE INDEBTEDNESS AS REQUIRED.

TO PURCHASE THE CORPORATE ASSETS OF ANY CORPORATION AND ENGAGE IN THE SAME OR OTHER CHARACTER OF BUSINESS.

TO GUARANTEE, PURCHASE, ENDORSE, PLEDGE, ACQUIRE OR DISPOSE OF THE SHARES OF CAPITAL STOCK OF, OR ANY BONDS, SECURITIES OR OTHER EVIDENCES OF DEBTNESS, CREATED BY ANY GOVERNMENT, AND WHILE OWNER OF SUCH STOCK, EXERCISE ALL OF THE RIGHTS, POWER AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE SUCH STOCK.

SPECIFIC TYPE OF BUSINESS:

TO OPERATE IN THE INDUSTRY OF INDEPENDENT SALES

ARTICLE III

THE MAXIMUN NUMBER OF SHARES OF STOCK OF THIS CORPORATION FIVE HUNDRED COMMON STOCK, WITH A \$1.00 PAR VALUE. THE CONSIDERATION TO BE PAID FOR EACH SHARE SHALL BE \$1.00.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS FIVE (500.00) HUNDRED DOLLARS.

ARTICLE V

THE TERMS OF EXISTENCE OF THIS CORPORATION IS TO BE PERPETUAL.

ARTICLE VI

THE CORPORATION SHALL HAVE ONE (1) DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS ADOPTED BY THE STOCKHOLDERS.

ARTICLE VII

THE INITIAL POST OFFICE ADDRESS OF THIS CORPORATION IS

6260 WESTOVER ROAD
WEST PALM BEACH, FL 33417

STATE OF FLORIDA. THE BOARD OF DIRECTORS, FROM TIME TO TIME, MAY MOVE THE PRINCIPLE OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLE VIII

THE NAME AND POST OFFICE ADDRESS OF THE MEMBER OF THE FIRST BOARD OF DIRECTOR IS:

THOMAS D. MARTIN
6260 WESTOVER ROAD
WEST PALM BEACH, FL 33417

ARTICLE IX

THE DIRECTOR OF THIS ARTICLE SHALL BE THE SUBSCRIBER, AND ANY OTHER SUCH PERSON AS MAY FROM TIME TO TIME BE ELECTED TO MEMBERSHIP BY THE DIRECTOR OF THE CORPORATION.

ARTICLE X

THE NAME AND POST OFFICE ADDRESS OF THE SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, THE NUMBER OF SHARES OF STOCK AGREED TO TAKE AND THE VALUE OF CONSIDERATION THEREFORE (THE SUM OF WHICH VALUES IS NOT LESS THAN THE AMOUNT OF THE INITIAL CAPITAL SPECIFIED IN ARTICLE IV) IS:

	SHARES	AMOUNT
THOMAS D. MARTIN 6260 WESTOVER ROAD WEST PALM BEACH, FL 33417	500	\$500.00

ARTICLE XI

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 STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

FILED

95 MAY -9 PM 6:21

CLERK OF THE STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF DOMICILE OR BUSINESS OF
SERVICE OF PROCESS IN THE STATE OF FLORIDA AND DESIGNATION
OF RESIDENT AGENT FOR SERVICE OF PROCESS.

IN PURSUANCE OF F.S. 48.091, THE FOLLOWING IS SUBMITTED
IN COMPLIANCE WITH SAID ACT:

THAT DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF
FLORIDA WITH THE FOLLOWING PERSON DESIGNATED AS AGENT TO
ACCEPT SERVICE OF PROCESS.

THOMAS D. MARTIN
6260 WESTOVER ROAD
WEST PALM BEACH, FL 33417

ACKNOWLEDGEMENT

HAVING BEEN NAMED BY THE ABOVE CORPORATION TO ACCEPT SERVICE OF
PROCESS DESIGNATED IN THE ABOVE CERTIFICATE, I HEREBY AGREE TO
ACT IN SAID CAPACITY AND TO COMPLY WITH THE PROVISIONS OF KEEPING
SAID OFFICE OPEN.

BY: Thomas D. Martin

(OFFICER'S SIGNATURE)

Thomas D. Martin
(SIGNATURE)

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS

BEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORIZED TO TAKE
OATHS AND RECEIVE ACKNOWLEDGEMENTS, PERSONALLY APPEARED

THOMAS D. MARTIN

KNOWN TO ME TO BE THE PERSON DESCRIBED AS SUBSCRIBER IN AND WHO
EXECUTED THE FOREGOING ARTICLES OF INCORPORATION.

WITNESS MY HAND AND SEAL THIS 6th DAY OF MAY, 1996

Maribel Melendez
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:

