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CHRISTOPHER A. DETZEL, P.A.

ATTORNEY AT LAW

SUITE 202

540 E. MONROE AVENUE

MAITLAND, FLORIDA 32751

CHRISTOPHER A. DETZEL
REGISTERED ATTORNEY

PLEASE REPLY TO:

P. O. Box 911030

MAITLAND, FLORIDA 32794 1030

TELEPHONE
(407) 845-1105
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(407) 845-3400

July 15, 1996

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

RE: Incorporation - Articles

EFFECTIVE DATE
July 15, 1996

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-07/16/96--01174-019
****122.50 ****122.50

Dear Sir:

Enclosed for filing are two original sets of Articles of Incorporation for the following corporation:

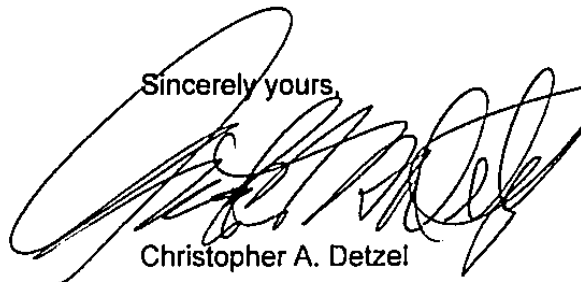
INTERNATIONAL TECHNOLOGY SYSTEMS, INC.

We are requesting you expedite processing and filing the enclosed articles in accordance with Section 607.0203 Fla. Stat. Please note, corporation existence commences with the date of execution thereof, **July 15, 1996**.

We enclose a duplicate original of the Articles for you to stamp and return along with the proper certificate for a certified copy of the Articles. We enclose our firm check #2199 in the amount of \$122.50 for filing fees, certified copy and registered agent designation. Please return these documents in the self-addressed UPS Overnight mail package.

If you have any questions, please contact us.

Sincerely yours,



Christopher A. Detzel

FILED
96 JUL 16 PM 2:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CAD:jp

P.S. Also ATTACHED is letter Confirming Name Reservation

637/18/96

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL TECHNOLOGY SYSTEMS, INC.**

FILED

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CLERK OF DISTRICT COURT
JULY 15 1996

The undersigned Incorporator, a natural person competent to contract, hereby forms a corporation for profit under the General Business Corporation Act and other laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation is INTERNATIONAL TECHNOLOGY SYSTEMS, INC.

DATE
July 15, 1996

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this Corporation shall be: 301 Richey Road, Leesburg, FL 34748 with a mailing address of: 301 Richey Road, Leesburg, Florida 34748.

ARTICLE III - DURATION

This Corporation shall have perpetual existence, commencing on the date of signing of these Articles.

ARTICLE IV - GENERAL PURPOSE AND BUSINESS

This Corporation is organized to conduct and may engage in any and all lawful business authorized or not prohibited under the laws of the United States and Chapter 607 of the Florida Statutes, as the same amended. This shall specifically include, but not be limited to: either alone or in combination with others through joint venture, partnership, or other contractual relationship, conduct of a business involving the management, installation, maintenance and service, and transaction processing for automated teller machines, ("ATM's"), or other types of electronic cash dispensing machines, such business to be conducted both within and outside the State of Florida.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue and have outstanding at any one time one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, designated as "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office and registered agent designated by the Corporation are: CHRISTOPHER A. DETZEL, ESQUIRE, 540 E. Horatio Avenue, Suite 202, Maitland, Florida 32751.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial number of Directors of this Corporation shall be one (1) director. The number of Directors may be increased or diminished from time to time according to the Bylaws but shall never be less than one

(1). The names and addresses of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Vance R. Moore	301 Richey Road Leesburg, FL 34748

Directors may be removed from office as provided in the Bylaws.

ARTICLE VIII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors, as provided in the Bylaws.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is: Christopher A. Detzel, 540 E. Horatio Ave., Suite 202, Maitland, Florida 32751.

ARTICLE X- INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former officer or director, to the full

extent permitted by law

ARTICLE XI - ADDITIONAL CORPORATE POWERS

In furtherance hereof, and not in limitation of the general powers conferred by the laws of the State of Florida, this Corporation shall have the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, joint venture or otherwise, with any person, firm or corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

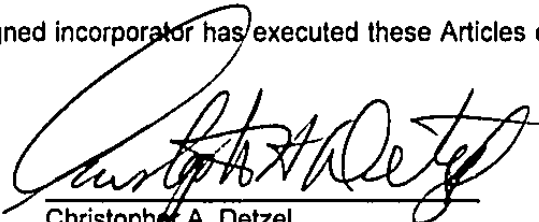
B. To purchase and acquire any or all of its shares owned and held by any shareholder who should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies; provided, however that the capital of the Corporation shall not be impaired thereby.

C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a corporate health plan, (5) a group term life insurance plan, or (6) any other retirement or incentive compensation plan.

ARTICLE XII- AMENDMENT

The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of July, 1996.


Christopher A. Detzel
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

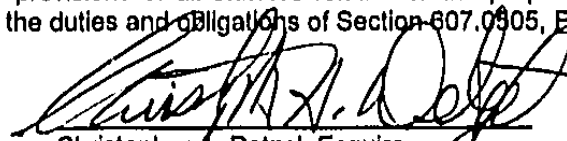
Before me personally appeared CHRISTOPHER A. DETZEL who is personally known to me or
~~who produced XXXXXXXXXXXXXXXXXXXX as identification and did not take an oath and who executed the~~
foregoing Articles of Incorporation and acknowledged to me that he executed said instrument for the
purposes therein expressed. Witness my hand and official seal this 15th day of July, 1996.




Notary Public: ROSE ROEDER
Commission No.: CC369023
My commission expires: 4/21/98

ACCEPTANCE BY REGISTERED AGENT


Having been named above as registered agent for the above referenced corporation, at the place
designated in the Articles of Incorporation above, I hereby accept the appointment to act in this capacity,
and I further agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties, and I accept the duties and obligations of Section 607.0805, Fla. Stat.


Christopher A. Detzel, Esquire
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of July 1996, by
CHRISTOPHER A. DETZEL, ESQUIRE who is personally known to me and who did not take an oath.




Notary Public: ROSE ROEDER
Commission No.: CC369023
My commission expires: 4/21/98

STATE OF FLORIDA
TALLAHASSEE

96 JUL 16 PM 2:42

FILED