

P96000071766
(SAMPLE LETTER OF TRANSMITTAL)

Date 7-12-96

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Cardsmort
(name of corporation)

900001923329
-08/15/96--01064--016
122.50 *122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Mail to: 2930 2nd Pl SW Very truly yours,

W96-17486

Silvia L. Hunt
(individual's name)

Cardsmort
(name of corporation)

FILED
33 AUG 28 PM 3:19
TALLAHASSEE, FLORIDA

~~505,634~~

Dmc
8/27/96

MAILING ADDRESS OF CORPORATION		
5870 5800 20th St.		
Vero Beach, FL 32966		
PHONE		
(561)	569-2369	
Area Code	Number	Ext.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 20, 1996

DEBRA L. GUIST
2930 2ND PLACE SW
VERO BEACH, FL 32968

SUBJECT: CARDSMART
Ref. Number: W96000017486

We have received your document for CARDSMART and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 796A00039619

ARTICLES OF INCORPORATION

of

Cardsmart, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Cardsmart, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue fifty shares (50) of stock Dollar(s) (\$ 10.00 each) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Debra L. Guist</u>		
ADDRESS	<u>2930 2nd Pl. SW</u>		
CITY	<u>Vero Beach</u>	FLORIDA	<u>FL</u>
			ZIP <u>32968</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Cardsmart, Inc.</u>		
ADDRESS	<u>5870 20th Street</u>		
CITY	<u>Vero Beach</u>	FLORIDA	<u>FL</u>
			ZIP <u>32966</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have () directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

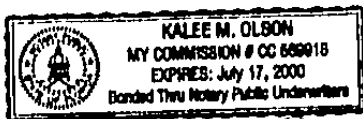
NAME	<u>James R. Guist</u>		
ADDRESS	<u>2930 2nd Pl. SW</u>		
CITY	<u>Vero Beach</u>	STATE	<u>FL</u>
			ZIP <u>32968</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Debra L. Guist		
ADDRESS	2930 2nd Place SW		
CITY	Vero Beach	STATE	FL ZIP 32968
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 17 day of August, 1996.



Kalee M. Olson

Debra L. Guist (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

Cardsmart, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2930 2nd Place SW

Vero Beach Fl. 32968

has named _____

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Debra L. Gust.
(registered agent)