

P97000021327

LAW OFFICES

THOMAS J. MORGAN, P.A.

2900 BRIDGEPORT AVENUE

SUITE 401

COCONUT GROVE, FLORIDA 33133

MIAMI (305) 569-9900

FAX (305) 446-5856

1230 S. E. 4TH AVENUE
FORT LAUDERDALE, FL 33316

PLEASE REPLY TO:
MIAMI

January 3, 1997

Secretary of State
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

100002054311--1
-01/10/97--01085--004
****122.50 ****122.50

Re: Saltz - Checks of America, Inc.

Dear Sir/Madam: *The Laser Check Printer, Inc.*

Enclosed please find the original Articles of Incorporation which have been duly signed and notarized, and Checks' check in the amount of \$122.50 representing your fee for incorporation of same. Upon processing, please forward a certified copy of the incorporation to the undersigned at your earliest convenience in the enclosed self-addressed stamped envelope. Thank you for your assistance in this matter.

Very truly yours,

Thomas J. Morgan

THOMAS J. MORGAN

TJM:lce

Encls: Articles of Incorporation

\$122.50 fee for incorporating

W97-1130

632, 612 1613

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. REGISTER MAR 10 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 16, 1997

THOMAS J. MORGAN, P.A.
2900 BRIDGEPORT AVENUE
SUITE 401
COCONUT GROVE, FL 33133

SUBJECT: CHECKS OF AMERICA, INC.
Ref. Number: W97000001130

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

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.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6926.

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1230 S. E. 4TH AVENUE
FORT LAUDERDALE, FL 33316

PLEASE REPLY TO:
MIAMI

March 6, 1997

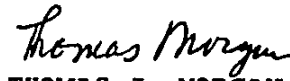
AIRBORNE EXPRESS
Secretary of State
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

Re: Paul Saltz
FORMER NAME: Checks of America, Inc.
NEW NAME: The Laser Check Printer, Inc.

Dear Sir/Madam:

Enclosed is a copy of your letter to the undersigned dated January 16th which is self-explanatory. My office has called yours, and you are holding the check for the incorporation fee. My office was told, at that time, that this time around will not take as long as before. Please expedite this matter if possible and return to the undersigned the certified copies of the new corporation. Thank you in advance for your prompt assistance in this matter.

Very truly yours,


THOMAS J. MORGAN

TJM:lce
Enc: As Stated

ARTICLES OF INCORPORATION
OF
THE LASER CHECK PRINTER, INC.

I, the undersigned subscriber to these Articles of Incorporation, a natural person to make contracts, hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

THE LASER CHECK PRINTER, INC..

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on by this corporation are:

A. To create, manufacture, market, sell, distribute, and furnish checks of every kind and nature, both wholesale and retail.

B. To engage in buying selling, and improving lands and tenements, and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired; the loaning of money for itself and as agent for others, upon mortgages or other securities, and the purchasing and selling of lands, and of money obligations secured upon real or personal property.

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STATE
SECRETARY
TALLAHASSEE, FLORIDA

C. To act as manufacturers or representatives, advisors and/or counselors for others and generally assist in the promotion of the sale of their products; and to render services for others as sales representatives or otherwise in the conduct of their businesses.

D. To make and perform contracts of every kind and description suitable, necessary, useful or advisable in connection with any or all of the objects herein or any other business authorized by the laws of the State of Florida.

E. To acquire the whole or any part of the good will, business, stock, assets, property, bonds, and rights of any and every nature of any person, firm association or corporation doing business of a similar character.

F. To hold, purchase or otherwise acquire or be interested in, and to sell, assign, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of debt issued or created by any other corporation.

G. To conduct business in and have one or more offices in the State of Florida, and all other states and counties; and generally to make and perform contracts of every kind and description for the purpose of accomplishing any of the objects and purposes herein, or for the purpose of exercising any of the powers of this corporation; to do and perform any other act or thing, and to exercise any and all powers which a natural person or persons would do or exercise; and which are now or which may hereafter be authorized by law; and generally to do and perform any and all things necessary or incidental to the performance of any of the powers specifically enumerated herein as part of any lawful business recognized by the laws of the State of Florida.

H. The foregoing provisions shall be construed as enumerating both objects and powers of this corporation, and it hereby is expressly provided that said enumerating or

specific powers shall not in any way limit or restrict the general powers conferred by the laws of the State of Florida.

I. To do and perform all acts and conduct any lawful business as provided for by Florida Statutes.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with \$1.00 par value.

ARTICLE IV

The amount of capital with which the corporation will begin business is in excess of Five Hundred (\$500.00) Dollars.

ARTICLE VI

The address of the corporation and its principal office in the State of Florida is:

15915 N.W. 49th Avenue
Miami, Florida 33014

The Board of Directors may from time to time move the principal office to any other address in the State of Florida. The initial registered agent shall be:

Thomas J. Morgan, P.A.
2900 Bridgeport Avenue, Suite 1401
Coconut Grove, Florida 33133

ARTICLE VII

The business of the corporation shall be managed by its Board of Directors. The number of directors constituting the entire Board shall not be less than one, and subject to such minimum may be increased or decreased from time to time by amendment of the By-Laws in a manner not prohibited by law.

ARTICLE VIII

The name and street addresses of the members of the first Board of Directors and officers of the corporation are:

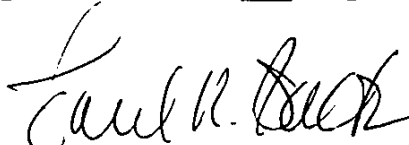
NAME	TITLE	ADDRESS
Paul R. Saltz	President	15915 N.W. 49th Avenue
	Vice President	Miami, Florida 33014
	Secretary	
	Treasurer	
	Director	

Any director of the corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a director.

ARTICLE IX

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 shareholders, and approved at a shareholders' meeting by a majority or the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 6th day of March, 1997.



PAUL R. SALTZ

SWORN TO and SUBSCRIBED before me this 6th day of February, 1997.



NOTARY PUBLIC, State of Florida

My commission expires:



**CERTIFICATE DESIGNATING PLACE OR BUSINESS
OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN
THE STATE OF FLORIDA NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

First, that THE LASER CHECK PRINTER, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named Thomas J. Morgan, Esq., located at 2900 Bridgeport Avenue, Suite 401, Coconut Grove, Florida 33133, as registered agent upon whom process may be served.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



THOMAS J. MORGAN

Dated:

3/5/97
~~12/30/96~~