

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

P97000036155

National Processing,
Inc.

400002260644--2
-08/07/97--01057-014
*****87.50 *****87.50

Art of Inc. File Amend
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Name Reservation _____
Merger File _____
✓ Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

97 AUG -8 AM 11:29
FILED
TALLAHASSEE, FLORIDA
RECEIVED
97 AUG -7 AM 11:32
DIVISION OF CORPORATION

8/8/97
ADH
ADH

*00789, 00664, 00672

Signature _____

Requested by: C-83

Name _____

Date 8-7

Time 1100

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

07 AUG -8 AM 9:47

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

August 7, 1997

Capital Connection, Inc.
417 E. Virginia St.
Suite 1
Tallahassee, FL 32302

SUBJECT: NATIONAL PROCESSING, INC.
Ref. Number: P97000036155

We have received your document for NATIONAL PROCESSING, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 697A00040259

Corrected

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
NATIONAL PROCESSING, INC.

97 AUG -8 AM 11:29
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to provisions of Section 607.1006, Florida Statutes, the undersigned, being the **Chief Operating Officer and Incorporator** of **NATIONAL PROCESSING, INC.**, a Florida profit corporation, hereby certify that:

1. The following Amendment(s) of the Articles of Incorporation was/were duly adopted by the Incorporator(s) and Board of Directors at a meeting duly held on the 6th day of August, 1997, without shareholder action, and shareholder action was not required:

ARTICLE VII. - BOARD OF DIRECTORS: is amended to read as follows (That portion which is underlined and bold reflects the changes to such article):

"This Corporation shall have Two director(s). The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the directors of this Corporation is:

DR. JOHN P. BARRETT, JR. CHAIRMAN
1911 COVE LANE
CLEARWATER, FL 34624

RONALD G. LICHTE, CHIEF OPERATING OFFICER
6504 REEF CIRCLE
TAMPA, FL 33625

ARTICLE VIII. - INCORPORATOR: is amended to read as follows (That portion which is underlined and bold reflects the changes to such article):

"The name and address of the person signing these Articles are:"

RONALD LICHTE
6504 REEF CIRCLE
TAMPA, FL 33625


3. The manner in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected as follows: **None.**

4. The manner in which such amendments effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: **None.**

4. In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I/we hereby set my/our hands and seals this 6th day of August, 1997.

NATIONAL PROCESSING, INC.
a Florida profit corporation

Signature: 
By: Ronald Lichte
Its: Chief Operation Officer/Incorporator

[Corporate Seal]