Department of State Division of Corporations P. O. Box 6327

Tallahassee, FL 32314

MERCHANT SERVICES CORPORATION SUBJECT: (Proposed corporate name - must include suffix) 10000 -01010--015 ****78.75 Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$70.00 \$78.75 \$122.50 \$131.25 Filing Fee Filing Fee Filing Fee Filing Fee, Certified Copy & Certificate & Certified Copy & Certificate **Additional Copy Required** FROM: Name (printed or typed) S.O.S. SECRETARIAL SERVICE 254 Wilshire Boulevard Address Casselberry, Florida 32707 City, State & Zip (407) 339-3411 (Fax 339-0046) Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF MERCHANT SERVICES CORPORATION



ARTICLE I - Name

The name of the corporation is MERCHANT SERVICES CORPORATION

This corporation shall exist in perpetuity commencing on the date of execution and acknowledgement of these Articles.

ARTICLE II - Duration

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business, including, but not limited to the following: Merchant Accounts/Services.

ARTICLE IV - Capital Stock

This corporation is authorized to issue One thousand (1,000) shares of Ten Cents (.10) par value common stock which shall be designated "Common Shares".

ARTICLE V - Preemptive Rights

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1500 Beville Road, Suite 606, Daytona Beach, Florida 32114 and the initial registered agent of this corporation is GLEN DAVID KAPLAN who by his signature at the end hereof, accepts such designation.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) director 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) director. The name and address of the initial director of this corporation is: GLEN DAVID KAPLAN, of 1500 Beville Road, Suite 606, Daytona Beach, State of Florida.

ARTICLE VIII - Principal Place of Business

The initial place of business of this corporation shall be: 1500 Beville Road, Suite 606, Daytona Beach, Florida 32114 and State of Florida with the privilege of having branch offices within or without the State of Florida.

ARTICLE IX - Incorporator

The name and address of the person signing these Articles is:

GLEN DAVID KAPLAN

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation the $\frac{10+k}{2}$ day of June, 1997.

GLEN DAVID KAPLAN

STATE OF FLORIDA

COUNTY OF VOLUSIA

on June 10, 1997 before me HMYL NERMAN
a Notary Public of Florida appeared GLEN DAVID KAPLAN, personally known to be (or proved to me on the basis of satisfactory evidence) to be the person who executed the foregoing Articles of Incorporation, and who acknowledged to me that he executed these Articles of Incorporation as his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature

Affiant ___ Known __ Produced ID Type of ID ____

Seal



Mmax

Artry L. Herttran My Commussion # CC571706 Expires August 22, 1997 Bonded thru troy fain insurance, Inc.

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and are to comply with the provisions of Chapter 48.091, Florida Statutes.

Dated this 10th day of June, 1997.

GLIM DAVID KAPLAN, Registered Agent

| STATE OF FLORIDA |
|--|
| COUNTY OF SEMINOLE |
| On June 10, 1997 before me ALLAN Registered Agent, who, after being first duly sworn, deposes and says he signed the foregoing Certificate of Acceptance of Registered agent freely, voluntarily and for the purposes therein expressed. |
| Sworn to and Subscribed before me this 10 day of June, 1997. |
| Signature Type of ID |
| Seal Ingh Num |
| ATTY L. HOTTMAN MY COMMISSION & CC571706 EXPIRES AUGUST 22, 1997 BOHDED THEIL TROY FAIN INSURANCE, INC. |