CORPORATE PS 70000 76506

ACCESS, INC.

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS_

1116-D Thomasville Road. Mount Vernon Square. Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

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FILING	Articles
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 29, 1997

CORPORATE ACCESS, INC. 1116-D THOMASVILLE ROAD TALLAHASSEE, FL 32303

SUBJECT: CHEKCPROGRAM SOFTWARE INC.

Ref. Number: W97000020076

We have received your document for CHEKCPROGRAM SOFTWARE INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

Please return the original and one copy of 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 (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 297A00043564

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ARTICLES OF INCORPORATION

<u>of</u>

CHECKPROGRAM SOFTWARE INC.

378 P. 1180 The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

CHECKPROGRAM SOFTWARE INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3005 State Road 590, Suite 201, Clearwater, Florida 33759.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock, with no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Jan S. Vandebult, 3005 State Road 590, Suite 201, Clearwater, Florida 33759.

ARTICLE V - DIRECTOR(S)

The name(s) of the initial director(s) is(are): Jan S. Vandebult and Debrah L. Kaye.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Corporations & Companies, Inc., Stephen D.M. Robinson, President, Suite 300A, Two Greenville Crossing, 4001 Kennett Pike, Wilmington, Delaware 19807.

The undersigned has executed these Articles of Incorporation this 25th day of August, 1997.

CORPORATIONS & COMPANIES, INC.

BY:

STEILHEN D.M. ROBINSON, President

Incorporator

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED TO THE STATE OF THE STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	CHECK PROGRAM	SOFTWARE	INC.
				

2. The name and street address of the registered agent and office is:

JAN S. VANDEBULT
Name
3005 STATE ROAD 590 SUITE 201
(P.O. Box not acceptable)
CLEARWATER, FL. 33759
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I um fumiliar with and accept the obligations of my position as registered agent.

AUGUST 21, 1997