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ARTICLES OF INCORPORATION

CREDIT CARDS

MERCHANT SERVICES, INC.

The undersigned subscriber to these Articles of incorporation a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation is:

CREDIT CARDS

MERCHANT SERVICES, INC.

ARTICLE II NATURE OF BUSINESS

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

- 1 To offer merchant credit card processing equipment and services.
- 2 Any and all lawful authorized business within the State of Florida.
- 3 And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
- 4 And, further, to borrow or raise money for any purpose, of the company, and to secure the same interest, or for any other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes and other obligations or negotiable instruments.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is (60) SHARES of common stock at no par value.

ARTICLE IV AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V TERM OF EXISTENCE

This corporation will have perpetual existence.

ARTICLE VI ADDRESS

The initial first office address of the principal office of this corporation in the State of Florida is:

13430 SW 1st Street, Miami, Florida 33184

The Board of Directors may from time to time move the principal office to any other address in the State of Florida, and establish branches and subsidiaries in any place within and without the United States.

ARTICLE VII DIRECTORS

This corporation shall have ONE director initially. The number of Directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than ONE.

ARTICLE VIII _ INITIAL BOARD OF DIRECTORS

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The names and post office addresses of the members of the first Board of Directors, who subject to the provisions of the CERTIFICATE of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporations existence, or until their successors are elected and have qualified are:

CARMEN BALSERA ORTA PRESIDENT, SECRETARY

13430 SW 1st Street, Miami, Florida 33184

ARTICLE IX SUBSCRIBERS/INCORPORATORS

The name and post office address of each subscriber/incorporator of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of this consideration thereof are:

CARMEN BALSERA ORTA 60 SHARES
13430 SW 1st Street, Miami, Florida 33184

ARTICLE X AMENDMENT

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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 Stockholders, and approved at a stockholders' meeting of the entitled vote thereon.

ARTICLE XI REGISTERED AGENT

Registered agent shall be CARMEN BALSERA ORTA, and the Registered office at 13430 SW 1st Street, Miami, Florida 33184.

ACKNOWLEDGEMENT

Having been named to accept service of process for CREDIT CARDS INC. MERCHANT SERVICES, INC., at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

CARMEN BALSERA ORTA

REGISTERED AGENT

I the undersigned, being the original subscriber/incorporator to the capital stock herein above named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock herein above set forth to ME and accordingly have hereunto set my hand and seal this 12 day of NOVEMBER, 1997.

CARMEN BALSERA ORTA

INCORPORATOR

STATE OF FLORIDA)
(SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to administer oaths and take acknowledgements, personally appeared CARMEN BALSERA ORTA to me well known to be the person described as subscribers/incorporators in and who executed the foregoing Articles of Incorporation, and acknowledged before me that SHE subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State mamed above this 12 day of NOVEMBER, 1997.

NOTARY PUBLIC ATENDED RGE
My Comm Exp. 12/01/2000
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