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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: HARRY'S ELECTRONIC BILLING, INC.

AUDIT NUMBER.....H97000020687

DQC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 17, 1997

FAS-T CORP. AGENCTS, INC.

SUBJECT: HARRY'S ELECTRONIC BILLING, INC.
REF: W97000028084

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

If you have any further questions concerning your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

FAX Aud. #: H97000020687
Letter Number: 797A00059215

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HARRY'S ELECTRONIC BILLING, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

The principal place of business of this corporation shall be: 960 74th st. North
HARRY'S ELECTRONIC BILLING, INC. St Petersburg, Fl 33710

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 7500.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

HARRY C. SEARFOSS, 960 74th Street N., St. Petersburg, FL 33710

Prepared by: James L. Slater
36402 U.S. Hwy, N.
Palm Harbor, Fl 34684
(813) 787-7773

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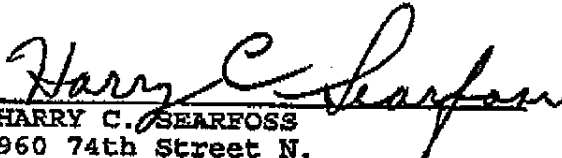
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this Articles of Incorporation is(are):

HARRY C. SEARFOSS, 960 74th Street N., St. Petersburg, FL 33710

IN WITNESS WHEREOF, the undersigned Incorporator(s) have executed these Articles of Incorporation this 13 day of November, 1997.

Signature of Incorporator:


HARRY C. SEARFOSS
960 74th Street N.
St. Petersburg, FL 33710

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida 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:

HARRY'S ELECTRONIC BILLING, INC.

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

JAMES L. SLATER, ESQUIRE, 36402 U.S. Highway 19 N., Palm
Harbor, FL 34684

Signature: Harry C. Searfoss

HARRY C. SEARFOSS

Title: President

Date: 11/13/97

HAVING BEEN NAMED 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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: James L. Slater

JAMES L. SLATER

DATE: 11/13/97

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TALLAHASSEE, FLORIDA

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