

TRANSMITTAL LETTER

P98000005983

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/20/98--01084--013
****131.25 ****131.25

SUBJECT: Net Discount Card Corporation
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Douglas R. Bacon
Name (Printed or typed)

Street: 15319 Pondwoods W Mailing: PO Box 270993
Address

Tampa FL 33618 Tampa FL 33688-0993
City, State & Zip

813-265-9542
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JAN 20 AM 8:49

FILED

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

98-21-98

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98 JAN 20 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
Net Discount Card Corporation

Pursuant to Chapter 607 of the Florida business corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the corporation is: Net Discount Card Corporation

Article 2. The principal place of business and mailing address of the corporation is:

Street: 15319 PONDWOODS W Mailing: PO BOX 270993
TAMPA FL 33618 TAMPA FL 33688-0993

Article 3. The corporation is authorized to issue one class of stock, that being Ten-thousand (10,000) shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Name: Douglas R. Bacon
Street: 15319 PONDWOODS W Mailing: PO BOX 270993
TAMPA FL 33618 TAMPA FL 33688-0993

Article 5. The name and street address of the incorporator of this corporation is:

Name: Douglas R. Bacon
Street: 15319 PONDWOODS W Mailing: PO BOX 270993
TAMPA FL 33618 TAMPA FL 33688-0993

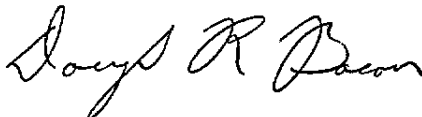
Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below.

Date: January 14, 1998

Name of Incorporator: Douglas R. Bacon

Signature of Incorporator:



**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT
for
Net Discount Card Corporation**

Pursuant to section 607 .0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of Net Discount Card Corporation's registered agent and registered office is:

Name: Douglas R. Bacon

Street: 15319 PONDWOODS W
TAMPA FL 33618

Mailing: PO BOX 270993
TAMPA FL 33688-0993

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TALLAHASSEE, FLORIDA

Having been named as the 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 am familiar with and accept the obligations of my position as registered agent.

Signature of registered agent:

Douglas R. Bacon

Date: 1-14-98