

Charter Number Only

2/10/98
198000015873

Requestor's Name
Address
City State ZIP Phone

REINSTATEMENT ONLY

400002427354--8
-02/11/98--01026--008
***122.50 ***122.50

CORPORATION(S) NAME

Vanguard Bank Drafting, Inc.

FILED
98 FEB 18 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Order |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Pick Up | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R8-85)

Empire Toll Free: 1-800-432-3028

RECEIVED
98 FEB 11 AM 9:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

certified
1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 11, 1998

EMPIRE

MIAMI, FL

SUBJECT: VANGUARD BANK DRAFTING, INC.
Ref. Number: W98000003086

We have received your document for VANGUARD BANK DRAFTING, INC.. However, the document has not been filed and is being returned for the following:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
101 E. Gaines St.
Fletcher Bldg., 6th Floor.
Tallahassee, FL 32399-0350
(850) 488-1111.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 598A00007882

RECEIVED
98 FEB 16 AM 10:19
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 16, 1998

EMPIRE

MIAMI, FL

SUBJECT: VANGUARD BANKDRAFT SYSTEMS, INC.
Ref. Number: W98000003086

DIVISION OF CORPORATION

98 FEB 18 AM 9:33

RECEIVED

We have received your document for VANGUARD BANKDRAFT SYSTEMS, INC.. However, the document has not been filed and is being returned for the following:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

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Loria Poole
Corporate Specialist

Letter Number: 598A00007882

ARTICLES OF INCORPORATION

of

VANGUARD ACH SYSTEMS INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

VANGUARD ACH SYSTEMS INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred shares (100) of one hundred dollar Dollar(s) (\$100.00 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	ROBERT D. LAPSLEY		
ADDRESS	1500 NE 48 CT.		
CITY	FORT LAUDERDALE	FLORIDA	FLORIDA
			ZIP 33334

The principal office, if known, or the mailing address of the corporation is:

NAME	VANGUARD ACH SYSTEMS INC.		
ADDRESS	1500 NE 48 CT.		
CITY	FORT LAUDERDALE	FLORIDA	ZIP 33334

FILED
98 FEB 18 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

VANGUARD ACH SYSTEMS INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 1500 NE 48 Ct.

FORT LAUDERDALE, FLORIDA 33334

has named ROBERT D. LAPSLEY

located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.

FILED
99 FEB 12 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert D. Lapsley
(registered agent)

ARTICLE VI - INITIAL BOARD OF DIRECTORS

TWO 2

This corporation shall have _____ (_____) directors 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). The names and addresses of the initial director(s) of the corporation are as follows:

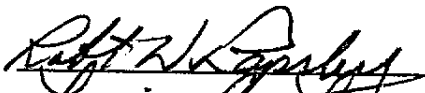

NAME	ROBERT D. LAPSLEY		
ADDRESS	1500 NE 48 CT.		
CITY	FORT LAUDERDALE	STATE	FLORIDA ZIP 33334
NAME	LOIS A. LAPSLEY		
ADDRESS	1500 NE 48 CT.		
CITY	FORT LAUDERDALE	STATE	FLORIDA ZIP 33334
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ROBERT D. LAPSLEY		
ADDRESS	1500 NE 48 CT.		
CITY	FORT LAUDERDALE	STATE	FLORIDA ZIP 33334
NAME	LOIS A. LAPSLEY		
ADDRESS	1500 NE 48 CT.		
CITY	FT. LAUDERDALE	STATE	FLORIDA ZIP 33334
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 10th day of February, 1998.

 (Seal)
 (Seal)
 _____ (Seal)