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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS URIARTE

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: FIRST CREDIT CARD SERVICES, INC.

AUDIT NUMBER.....H98000004777

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

CERT. OF STATUS..0

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
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Secretary of State

March 12, 1998

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: FIRST CREDIT CARD SERVICES, INC.
REF: W98000005483

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
First Credit Card Services, Inc.

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TALLAHASSEE FLORIDA

Article II. Address

The mailing address of the Corporation is:
First Credit Card Services, Inc.
267 Live Oaks Blvd.
Casselberry FL 32707

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Will Negron
267 Live Oaks Blvd.
Casselberry FL 32707

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Will Negron
Courtney Prince

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value zero per share.

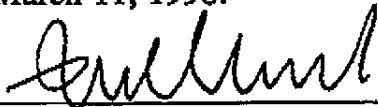
Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 10, 1998.

The undersigned incorporator executed these Articles of Incorporation on March 11, 1998.



CORPORATE CREATIONS INTERNATIONAL INC.
Luis A. Uriarte Vice President

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

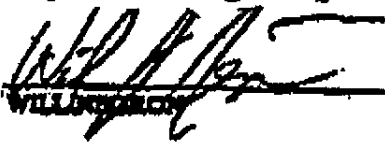
First Credit Card Services, Inc.

REGISTERED AGENT/OFFICE:

**Will Negron
267 Live Oaks Blvd.
Casselberry FL 32707**

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TALLAHASSEE FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



WILL NEGRON

Date: March 11, 1998

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

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