

P9800057947
Cloud Consulting, Inc. FILED

1982 Capital Circle N.E., Suite D, Tallahassee, Florida 32308
Telephone (850) 583-1622 Facsimile (850) 383-0390

98 JUN 29 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARDA

Chairman's League Member

June 29, 1998

Hand Delivered

Secretary of State
Bureau of Corporate Records
409 E. Gaines Street
Tallahassee, Florida 32314

Re: Articles of Incorporation
For First National Credit Card Services, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation prepared for the above named company. Beginning date for this corporation is June 29, 1998. Also please find check number 2112, in the amount of \$131.25. This should cover the filing fee, a certified copy of the Articles of Incorporation fee and also the Certificate of Good Standing fee.

As soon as the certified copy and the certificate are ready please have someone call our office and someone will pick them up.

Thank you for your attention in this matter.

Sincerely,

Lesley Cowart

Lesley Cowart
Cloud Consulting

/ldc
Enclosure

400002575514--7
-06/30/98--01002--010
***131.25 ***131.25

P. Hall

JUN 29 1998

(5)

RECEIVED
98 JUN 29 PM 3:59
JUN 29 1998
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
FIRST NATIONAL CREDIT CARD SERVICES, INC.**

FILED

88 JUN 29 PM 4:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

FIRST NATIONAL CREDIT CARD SERVICES, INC.

The address of the principal office of this corporation shall be 1 South Orange Avenue, Suite 402, Orlando, Florida 32801, and the mailing address of the corporation shall be the same.

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the State of Florida.

ARTICLE III CAPITOL STOCK

The maximum number of shares of stock that the corporation is authorized to issue or have outstanding at any one time is 1,000 shares of common stock or a par value of \$1.00 per share.

ARTICLE IV REGISTERED AGENT

The name and street address of the initial registered agent of the corporation shall be:

Robert Wade Cloud
c/o Cloud Consulting, Inc.
1982 Capital Circle N.E., Suite D
Tallahassee, FL 32308

ARTICLE V TERM OF EXISTENCE

The corporation's term of existence is perpetual.

ARTICLE VI OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until successors are elected or appointed is:

Douglas J. Kaplan, President/Secretary
1931 S. Prairie Dunes Court
Oviedo, FL 32810

ARTICLE VII BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time by a resolution of the majority of the stockholders but shall never be less than one. The name and address of the initial Director of this corporation is:


Douglas J. Kaplan
1931 S. Prairie Dunes Court
Oviedo, FL 32810

ARTICLE VIII INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Robert Wade Cloud
c/o Cloud Consulting, Inc.
1982 Capital Circle N.E., Suite D
Tallahassee, FL 32308

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and seal this 29th day of June, 1998.


Robert Wade Cloud c/o
Cloud Consulting, Inc.

STATE OF FLORIDA)
COUNTY OF LEON)

BEFORE ME, the undersigned authority, personally appeared ROBERT WADE CLOUD, who is to me well known to be person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and that he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Tallahassee in the said County and State this 29 day of June, 1998.



Patricia S. True
MY COMMISSION # CC585348 EXPIRES
December 27, 2000
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC

My Commission Expires:

FILED
98 JUN 29 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION
OF FIRST NATIONAL CREDIT CARD SERVICES, INC.**

I, Robert Wade Cloud c/o Cloud Consulting, Inc., having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505 of the Florida Statutes.



Robert Wade Cloud c/o
Cloud Consulting, Inc.,
Registered Agent

STATE OF FLORIDA)
COUNTY OF LEON)

BEFORE ME, the undersigned authority, personally appeared, ROBERT WADE CLOUD, who is well known to me to be the person described in and who executed the foregoing Acceptance of Registered Agent Designated in Articles of Incorporation of First National Credit Card Services, Inc., and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Tallahassee in the said County and State this 29 day of June, 1998.



Patricia S. True
MY COMMISSION # CC685348 EXPIRES
December 27, 2000
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public

My Commission Expires