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Phillips, Eisinger, Koss & Rosenfeldt, P.A.

FILED

Attorneys At Law

98 DEC -7 PM 3:03

Presidential Circle  
4000 Hollywood Boulevard  
Suite 265 South  
Hollywood, Florida 33021

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Miami Location

Alfred I. Dupont Building  
169 East Flagler Street  
Suite 1000  
Miami, Florida 33131

Please respond to:  
Hollywood Office (X)  
Miami Office ( )

TELEPHONE:  
954 894-8000  
FACSIMILE  
954 894-8015

December 3, 1998

VIA CERTIFIED MAIL

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

700002704237--6  
-12/07/98-01047-006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Articles of Incorporation  
"ATM of South Florida, Inc."

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the above-referenced Articles of Incorporation, along with our check #7458 in the amount of \$78.75, made payable to the Secretary of State. This payment is broken down as follows:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Filing Fee	<u>35.00</u>

TOTAL: \$78.75

Please return the certified copy to the attention of the undersigned in the self-addressed stamped envelope enclosed for your convenience. Thank you in advance for your prompt attention to this matter.

Very truly yours,

A. Angela Small

A. ANGELA SMALL

P. Hall

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Encs.  
:as

**ARTICLES OF INCORPORATION  
OF  
ATM OF SOUTH FLORIDA, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this corporation shall be:

ATM OF SOUTH FLORIDA, INC.

**ARTICLE II  
DURATION**

This corporation shall commence its existence upon the filing of these Articles and the duration of this corporation is perpetual.

**ARTICLE III  
PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

**ARTICLE V  
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

**ARTICLE VI**  
**PRINCIPAL OFFICE OF BUSINESS**

The principal place of business of this corporation is: 4000 Hollywood Boulevard, Suite 265-S, Hollywood, Florida 33021.

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 265-S, Hollywood, Florida 33021, and the name of the initial registered agent is Dennis J. Eisinger, Esq.

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than two (2). The names of the Directors are:

Dennis J. Eisinger  
Gary S. Phillips

The address of the Directors is as follows: 4000 Hollywood Boulevard, Suite 265-S, Hollywood, Florida 33021.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the person signing these Articles as Incorporator is Dennis J. Eisinger, Esq., 4000 Hollywood Boulevard, Suite 265-S, Hollywood, Florida 33021. The Incorporator shall not be liable, in any form or fashion, for any acts or omissions of the Corporation.

**ARTICLE X**  
**BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XI**  
**AMENDMENTS**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 1<sup>st</sup> day of December, 1998.

  
\_\_\_\_\_  
Dennis J. Eisinger, Sole Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 1<sup>st</sup> DAY OF DECEMBER, 1998.

By:   
Dennis J. Eisinger

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