MYYXX



ACCOUNT NO. : 07210000032

REFERENCE: 100915 132549A

AUTHORIZATION:

\$ 70.00 COST LIMIT :

ORDER DATE: January 15, 1999

ORDER TIME : 10:20 AM

ORDER NO. : 100915-005

000002744060--1

CUSTOMER NO: 132549A

CUSTOMER: David Wolis, Esq

NEMSER & WOLIS, P.A. NEMSER & WOLIS, P.A.

Suite 204a

18999 Biscayne Blvd.

North Miami Bch, FL 33180

DOMESTIC FILING

NAME:

MERCHANT DATA NETWORKS, INC.

EFFECTIVE DATE:

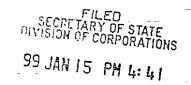
XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION OF MERCHANT DATA NETWORKS, INC

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be:

MERCHANT DATA NETWORKS, INC

The address of the principal office of this corporation shall be 17701 Biscayne Boulevard, 3rd Floor, Aventura, Florida 33160 and the mailing address of the corporation shall be 17701 Biscayne Boulevard, 3rd Floor, Aventura, Florida 33160.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any and all activities and businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 18999 Biscayne Boulevard, North Miami Beach, Florida 33180, and the name of the initial registered agent of the corporation at that address is Nemser & Wolis, P.A.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE VI. INCORPORATOR

99 JAN 15 PM 4: 41

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

Nemser & Wolis, P.A. 18999 Biscayne Boulevard Suite 204A North Miami Beach, Florida 33180

IN WITNESS WHEREOF, the undersigned agent of Nemser & Wolis, P.A., has hereunto

set their hand and seal of Nemser & Wolis, P.A. on January 14, 1999

NEMSER & WOLIS, I

David Wolis, Vice-President

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Nemser & Wolis, P.A.., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Nemser & Wolis, P.A.

David Wolis, Vice-President