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January 19, 1999

*ALSO ADMITTED
IN ALABAMA

VIA FEDERAL EXPRESS

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Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation of Huppmann Enterprises, Inc.

Dear Sir/Madam:

In connection with the above captioned matter, please find enclosed for filing in your office the following documents:

Original and two copies of the Articles of Incorporation of Huppmann Enterprises, Inc.

Our firm check in the amount of \$78.75 which is for the filing of the Articles and return of a certified copy.

Please forward the appropriate certificate in the enclosed Federal Express envelope. Thank you for your assistance in this matter. If you have any questions, please call me at your earliest convenience.

Sincerely,

PAGE, SCRANTOM, SPROUSE
TUCKER & FORD, P.C.

By

Jerry L. Watts

FILED
99 JAN 20 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JLW:cms/Enclosures

ARTICLES OF INCORPORATION
OF
HUPPMANN ENTERPRISES, INC.

FILED

99 JAN 20 PM 3:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is HUPPMANN ENTERPRISES, INC.

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

The corporation is a corporation for profit and is organized for the following general purposes:

(a) To engage in the business of providing check collection, check verification and check guarantee services to retail and wholesale businesses;

(b) To engage in any lawful business or activity relating thereto;

(c) To engage in any other lawful business or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV

The corporation shall have the authority, acting by its Board of Directors, to issue not more than ten thousand (10,000) shares of common stock having a par value of \$.01 per share.

ARTICLE V

The initial registered office of the Corporation shall be 2810 Whisper Oaks Drive, Gulf Breeze, Florida 32561, and the initial registered agent of the Corporation at that address shall be Sandy K. Harding. The principal office shall be 146 Gulls Nest, Royal Palm Beach, FL 33411.

ARTICLE VI

The initial Board of Directors of the corporation shall consist of one (1) member who is to serve as director until the first annual meeting of shareholders or until his successor shall have been elected and qualified:

NAME

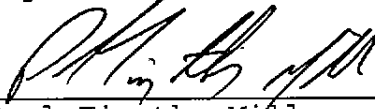
ADDRESS

Paul Timothy Miller 2810 Whisper Oaks Drive
Gulf Breeze, Florida 32561

ARTICLE VII

The name of the incorporator is Paul Timothy Miller and the incorporator's address is 2810 Whisper Oaks Drive, Gulf Breeze, Florida 32561.

IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation, this 21st day of December, 1998.



Paul Timothy Miller,
Incorporator

This instrument prepared by:

Page, Scrantom, Sprouse, Tucker
& Ford, P.C.
1034 Third Avenue
Columbus, Georgia 31901

CERTIFICATE OF ACCEPTANCE
OF
REGISTERED AGENT
OF

HUPPMANN ENTERPRISES, INC.

FILED

99 JAN 20 PM 3:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent

12-28-98
Date