

Sunstate Research  
Requestor's Name

P99000015555

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Chargeback Acquisition Corp  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

99 FEB 15 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Walk in

Pick up time \_\_\_\_\_

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

EFFECTIVE DATE  
2/16/99

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

700002775457-4  
-02/15/99-01087-005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

78  
35  
FS

FEB 17 1999  
Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 15, 1999

SUNSTATE RESEARCH

SUBJECT: CHARGEBACK ACQUISITION CORP.  
Ref. Number: W99000003780

We have received your document for CHARGEBACK ACQUISITION CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article VI states there will be ONE director(s), whereas NONE is/are listed.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 599A00006681

Corrected  
Please have  
dated 2/15/99  
Effective 2/16/99

DIVISION OF CORPORATIONS

99 FEB 17 PM12:30

REC'D 2/17/99

FILED

99 FEB 15 PM 2:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
2/16/99

## ARTICLES OF INCORPORATION OF CHARGEBACK ACQUISITION CORP.

### ARTICLE I - NAME AND ADDRESS

The name of this Corporation is **CHARGEBACK ACQUISITION CORP.** The address of the initial principal office of this Corporation is c/o Alfred G. Smith, 201 South Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

### ARTICLE II - DURATION

This Corporation shall have perpetual existence.

### ARTICLE III - PURPOSE

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

### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of common stock, par value \$.01 per share.

### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 South Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

### ARTICLE VI - BYLAWS

The bylaws of this Corporation may be adopted, altered, amended or repealed by either the shareholders or directors of this Corporation.

### ARTICLE VII - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

## ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles of Incorporation is Alfred G. Smith and his address is 201 South Biscayne Boulevard, 1600 Miami Center, Miami, FL 33131.

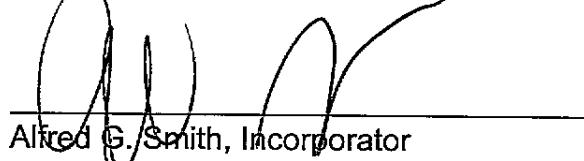
## ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida Business Corporation Act.

## ARTICLE X - EFFECTIVE DATE

The corporate existence of this Corporation shall commence on February 16, 1999.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12 day of February, 1999.



Alfred G. Smith, Incorporator

## ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 12 DAY OF FEBRUARY, 1999.

CORPORATION COMPANY OF MIAMI

By:

  
Adrienne L. Swain, Assistant Secretary  
for CORPORATION COMPANY OF MIAMI  
(Registered Agent)

RECEIVED  
FEB 15 PM 2:23  
CLERK OF STATE  
FLORIDA  
MIAMI, FLORIDA

FILED