OFFICE L (Requestor's Name) 3320 S.W. 87th AVENUE (Address) (305)552-5973 MIAMI, FLORIDA (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) Corporation Name) (Corporation Name) (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) Rick up time 200 Certified Copy Walk in Certificate of Status Will wait Photocopy Mail out AMENDMENTS **NEW FILINGS** Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION! OTHER FILNGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Fartnership Name Reservation Reinstaterheat /Tradema/rk

Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 19, 1999

LAZARUS

MIAMI, FL

SUBJECT: INTERNET BANK ASSOCIATES CARD, INC.

Ref. Number: W99000009226

We have received your document for INTERNET BANK ASSOCIATES CARD, INC.. However, the document has not been filed and is being returned for the following:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

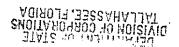
Division of Banking Director's Office 101 E. Gaines St. Fletcher Bldg., 6th Floor. Tallahassee, FL 32399-0350 (850) 488-1111.

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 999A00020158



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ARTICLES OF INCORPORATION

OF

INTERNET ASSOCIATES CARD, INC.

99 APR 20 PM 3: 16 SECRETARY OF STATL PROPERTY O

The undersigned subscribers to these Articles of RANDING.

Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is : INTERNET . ASSOCIATES CARD,

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to carry on in any capacity any business or trade deemed legal in the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having a par value of \$10.00

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$1,000.00

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existance.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 6905 NW 43 ST., Miami, FL. 33173

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The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act:

That, INTERNET ASSOCIATES CARD, INC desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of Miami County of Dade, has named: Antonio Lamendola as its agent to accept service of process within this State at 6905 NW 43 ST., Miami, FL. 33166

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office. A# 11.. 1 1.. Ta. .

STERED AGENT

ARTICLE VIII - DIRECTORS

The corporation shall have (5) director(s) initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

ARTICLE IX - INITIAL DIRECTORS

The names and addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

- 1) Carlos A. Silva / President / 8227 SW 107 Ave. #C Miami, FL.
 2) Cirania Cortina / V-President / 6905 NW 43 ST., Miami, FL.
 3) Antonio Lamendola / Treasurer / 6905 NW 43 ST., Miami, FL.
 4) Josefina Villarreal / Secretary / 1835 SW 102 CT., Miami, FL.
 5) George L. Lamendola / Director / 6905 NW 43 ST., Miami, FL.

 ARTICLE X INCORPORATOR

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

CARLOS A. SILVA / 8227 SW 107 Avce., #C, Miami, FL. 33173 (20 sh) CIRANIA CORTINA / 6905 NW 43 ST., Miami, FL. 33166 (20 sh) ANTONIO LAMENDOLA / 6905 NW 43 ST., Miami, FL. 33166

JOSEFINA VILLARREAL / 1835 SW 102 CT., Miami, FL. 33166

GEORGE L. LAMENDOLA / 6905 NW 43 ST., Miami, FL. 33166

ARTICLE XI - EFFECTIVE DATE (20 sh)(20 sh) (20 sh)

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XIII - AMENDMENT

This corporation reserves this right to amend, alter, change or repeal any provisions contained in thise articles of INcorporation in the manner now or hereafter prescribed By-Laws and all rights conferred on stockholders are granted subject to this reservation.

ARTICLE FOURTEEN

The provisions of this Charter, and each and every Articles and section hereof, and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this corporation shall be a party. Each person associated and/or corporation dealing with this corporation is charge with notice and knowledge of this corporation.

IN WITNESS THEREOF, the undersigned suscribers do make suscriber acknowledge, for the purpose of forming this Corporation under the Laws of the State of Florida and we hereby make and file, in the office of the Secretary of State of Florida, these Articles of Incorporation and certify that the facts therein are true.

DATE _4/16/99

STATE OF FLORIDA) COUNTY OF DADE) SS.

Before me the undersigned authority, personally appeared before me all mentioned directors from Article IX, to me well known to be the persons described in and who executed and subscribed to the foregoing Articles of Incorporation, and acknowledge that excuted the same for the purposes therein expressed.

WITNESS my hand and official seal this day of: 4/16/99

NOTARY PUBLIC

STATE OF FLORES

VIVIAN HERMANDEZ My Commic to 12-30-993 COMM NEGE 518971 MPersonallyaknown (90ther I D