

TRANSMITTAL LETTER

P990000083298

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

SUBJECT: CAPITAL MERCHANT SERVICES INTERNATIONAL, INC.
(Proposed corporate name - must include suffix)

900002988949--1
-09/16/99--01052--007
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: MARLENE FUNDONA
Name (Printed or typed)

612 SW 102 AVE
Address

MIAMI, FL 33174
City, State & Zip

(305) ~~800-220-9016~~ 220 9016
Daytime Telephone number

FILED
99 SEP 16 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

TS9/21/99

ARTICLES OF INCORPORATION
OF
CAPITAL MERCHANT SERVICES INTERNATIONAL, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be CAPITAL MERCHANT SERVICES INTERNATIONAL, INC. and its mailing address is 612 SW 102 AVE, Miami, Florida 33174.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business for which a Corporation may be incorporated in the State of Florida.

ARTICLE IV

The aggregate number of shares which the Corporation is authorized to issue is 100 shares. Such shares shall be of single class, and shall be without par value.

ARTICLE V

The name and address of the initial registered agent is MARLENE FUNDORA, 612 SW 102 AVE, MIAMI, FL 33174.

FILED
99 SEP 16 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

This corporation shall have one (1) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation are:

MARLENE FUNDORA
612 SW 102 AVE MIAMI,FL 33174

ARTICLE VII

The name and address of the initial officers of the corporation are:

<u>NAME</u>	<u>POSITION</u>	<u>ADDRESS</u>
Marlene Fundora	President	612 SW 102 AVE MIAMI,FL 33174

ARTICLE VIII

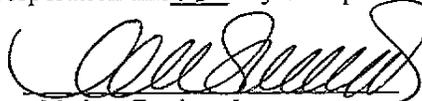
The name and address of the Incorporation signing these Articles of Incorporation is:

Marlene Fundora 612 SW 102 AVE MIAMI,FL 33174

ARTICLE IX

This Corporation reserves the right to amend or repeal any previous 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 Incorporator and Registered Agent have Executed these Articles of Incorporation this 15 day of September 1999.



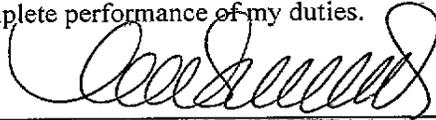
Marlene Fundora, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED:**

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That CAPITAL MERCHANT SERVICES INTERNATIONAL, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Miami, County of Dade and the State of Florida, has named Marlene Fundora, located at 612 SW 102 Ave. Miami, Florida 33174, as its agent to accept service of process within Florida.

HAVING BEEN NAMED as registered agent and to accept service of process for the Above Corporation, at the place designated in this Certificate, I hereby agree to accept and act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Marlene Fundora, Registered Agent
Dated: September 15, 1999

FILED
99 SEP 16 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA