

Connie Lehmer  
1470 S. Jefferson Ave.  
Clearwater, FL 33756

P99000084491

✓ FLORIDA DEPARTMENT OF STATE  
✓ Division of Corporations  
P.O.Box 6327  
Tallahassee, Florida 32301

Attention: Sandra B. Mortham, Director

400002965974--1  
-08/20/99--01085--021  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Ms. Mortham,

Enclosed are the completed Articles of Incorporation for  
SAVINGS BANK SERVICE INC.

together with my check in the amount of \$70.00 covering the  
required filing fees. Please file said Articles.

Sincerely,

\* Connie Lehmer

Connie Lehmer

FILED  
99 SEP 23 PM 4:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/23/99 TS



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 25, 1999

CONNIE LEHMER  
1470 S. JEFFERSON AVE.  
CLEARWATER, FL 33756

SUBJECT: SAVINGS BANK SERVICE INC.  
Ref. Number: W99000019738

We have received your document for SAVINGS BANK SERVICE INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 410-9111.

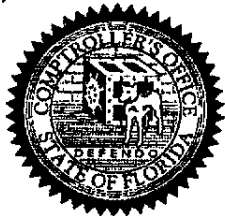
You've stated that you want an effective date as of the date of execution and acknowledgement, but you do not have a date listed. Please list that date.

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: 199A00042683



ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

## OFFICE OF THE COMPTROLLER

DEPARTMENT OF BANKING AND FINANCE

STATE OF FLORIDA

TALLAHASSEE

32399-0350

September 7, 1999

Mr. Brian Wilson  
1285 S. Lincoln Avenue  
Clearwater, Florida 33756

Dear Mr. Wilson:

Re: "Savings Bank Services, Card Services, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Art Simon - Director  
Division of Banking  
101 East Gaines Street  
Fletcher Building - Sixth Floor  
Tallahassee, FL 32399-0350  
(850) 410-9111

:kr

cc: Karon Beyer, Chief  
Bureau of Corporate Records  
Division of Corporations  
Secretary of State's Office

ARTICLES OF INCORPORATION  
OF

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of immunities and liabilities of Corporations for profit.

ARTICLE I - NAME

The name of the Corporation shall be:  
Savings Bank Services, Card Services Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing the date of execution and acknowledgement of these Articles

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE III- PURPOSE

The Corporation may engage in any activity or business under the laws of the United State and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,000 shares of \$1.00 par value common stock, which should be designated "Common Shares."

## ARTICLE V - CAPITAL

The amount of capital with which the Corporation will begin business shall be \$100.00.

## ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

1470 S. Jefferson Ave.  
Clearwater, FL 33756

The name of the initial registered agent of this Corporation at that address is:

Connie Lehmer

## ARTICLE VII

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one.

## ARTICLE VIII

The names and street addresses of the members of the first Board of Directors are as follows:

Connie Lehmer  
1470 S. Jefferson Ave.  
Clearwater, FL 33756

#### ARTICLE IX - INCORPORATORS

The names and addresses of the initial subscribers signing these Articles are as follows:

Connie Lehmer  
1470 S. Jefferson Ave.  
Clearwater, FL 33756

#### ARTICLES X- BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and Shareholders.

#### ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following persons in the amounts set opposite their names:

Connie Lehmer - 1000 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

## ARTICLES XII - ADOPTION OF BYLAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

## ARTICLE XIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

## ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed our seals to these Articles of Incorporation, on this 18<sup>th</sup> day of AUGUST 1999

+ Connie Schmitt

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STATE OF FLORIDA  
COUNTY OF: Pinellas

BEFORE ME, the undersigned authority, personally appeared,

Connie Lehmer

who, being first duly sworn, deposes and says that he is the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same for the purpose therein expressed.

WITNESS my hand and official seal in the above named  
County and State

this 18 day of August .1999.

Notary Public, State of Florida  
My Commission Expires:

*Brenda S Cox* 8-18-99



Brenda S. Cox  
MY COMMISSION # CC733826 EXPIRES  
April 14, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.

N



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICES OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the  
following is submitted.

Savings Bank Services, Card Services Inc.

desiring to organize under the laws of the State of Florida  
with it's principal office as indicated in the Articles of  
Incorporation at:

1470 S. Jefferson Ave.  
Clearwater, FL 33756

County of Pinellas, State of Florida, has named

Connie Lehmer

at that address, as its agent to accept service of process  
within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the  
above stated Corporation, at the place designated in this  
Certificate, I hereby agree to act in this capacity and agree  
to comply with the provision of said Act relative to keeping  
open said office.

x *Connie Lehmer*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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