

P99000091495



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION :

COST LIMIT : \$70.00

ORDER DATE : 10-18-99

ORDER TIME : 12:20 pm

ORDER NO. : 417194

000003016640--9

CUSTOMER NO:

FILING

NAME: Merchant Systems, Inc.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON:

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 18 AM 9:03

RECEIVED
99 OCT 18 PM 12:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MERCHANT SYSTEMS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 18 AM 9:03

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be MERCHANT SYSTEMS, INC., A FLORIDA CORPORATION.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 235 Maitland Avenue South, Suite 216, Maitland, Florida 32751, and the name of the initial Registered Agent for the corporation at that address is:

Berry J. Walker, Jr.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751

The corporate principal address and mailing address shall be the same.

ARTICLE V - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation. This corporation shall have a minimum of one director.

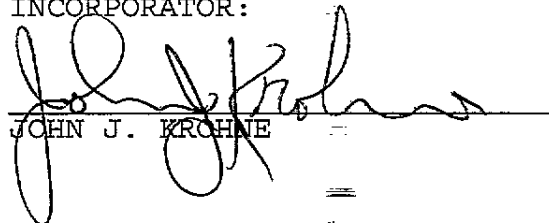
ARTICLE IX - INCORPORATOR

The name and address of the incorporator is:

JOHN J. KROHNE
415 FAIRY LAKE LANE
LONGWOOD, FL 32750

IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal on this 13 day of October, 1999.

INCORPORATOR:


JOHN J. KROHNE

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned notary public, the foregoing
instrument was sworn to, acknowledged and subscribed to before me
this 13 day of October, 1999, by JOHN J. KROHNE, who did
take an oath.

Check One:

☐ He/she is personally known to me; or
☒ He/she has produced K65047041324-0 as identification.

Florida Driver License



NOTARY PUBLIC

LORRAINE D. WILSON

(typed-printed or stamped name of Notary)

My Commission Expires:



LORRAINE D WILSON
My Commission CC520702
Expires Jan. 11, 2000

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT 18 AM 9:03

The following is submitted in compliance with the laws of the State of Florida. MERCHANT SYSTEMS, INC., A FLORIDA CORPORATION, a corporation organizing under the laws of the State of Florida, with its principal office located at 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, has named Berry J. Walker, Jr., whose address is 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:


Berry J. Walker, Jr.

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 13 day of October, 1999, by BERRY J. WALKER, JR., who did take an oath.

Check one:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.


NOTARY PUBLIC

LORRAINE D. WILSON

(typed-printed or stamped name of Notary)

My Commission Expires:



LORRAINE D WILSON
My Commission CC520702
Expires Jan. 11, 2000