

ARTICLES OF INCORPORATION

OF

ALLEN - CONNER - HUGHES, INC.

The undersigned, for the purpose of forming a corporation pursuant to the provisions of the Alabama Business Corporation Code, hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is Allen - Conner - Hughes, Inc.

ARTICLE TWO

The corporation is organized pursuant to the provisions of the Alabama Business Corporation Code.

ARTICLE THREE

The term of existence of the corporation is perpetual.

ARTICLE FOUR

The corporation is a corporation for profit and is organized for the following purposes: to provide receivables, management, consultation, to market debit cards, to act as an agent for the purpose of collection debts; and to engage in any lawful business or activities related to the states purposes; and to engage in any lawful act or activity for which corporations may be organized under the Alabama Business Corporation Code.

ARTICLE FIVE

The address of the initial registered office of the corporation is 2913 Clydebanks Circle, Birmingham, Alabama 35242.

The initial registered agent at that address is Timothy Allen Hughes.

ARTICLE SIX

The corporation shall have the authority to issue not more than 1,000 shares of a common class having a par value of \$1.00 per share.

ARTICLE SEVEN

The corporation shall not commence business until it has received consideration of at least \$500.00 in value for the issuance of its shares.

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The shareholders of the corporation shall not have any preemptive rights to acquire unissued shares of the corporation.

ARTICLE NINE

The initial board of directors of the corporation shall consist of three members.

The names and addresses of the first board of directors are:


<u>NAME</u>	<u>ADDRESS</u>
Dale Craig Conner	5770 The Twelfth Fairway Suwanee, GA 30174
Timothy Allen Hughes	2913 Clydebanks Circle Birmingham, AL 35242
Charles L. George	572 Keeler Woods Drive Marietta, GA 30064

ARTICLE TEN

The names and addresses of the incorporators are: Craig Conner, 5770 The Twelfth Fairway, Suwanee, GA 30174, President, CEO, Timothy Allen Hughes, 2913 Clydebanks Circle, Birmingham, Alabama 35242, Vice President, COO.

IN WITNESS WHEREOF, We have subscribed our names this 22nd day of March, 1996.


CRAIG CONNER, INCORPORATOR
PRESIDENT, CEO


TIMOTHY ALLEN HUGHES, INCORPORATOR
VICE PRESIDENT, COO

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Allen - Conner - Hughes, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Tim Hughes, 2913 Clydebank Circle, Birmingham, AL 35242 for a period of one hundred twenty days beginning February 26, 1996 and expiring June 26, 1996.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

February 26, 1996

Date

Jim Bennett



Jim Bennett

Secretary of State

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