

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

CHECK PROTECT OF IDAHO, INC.

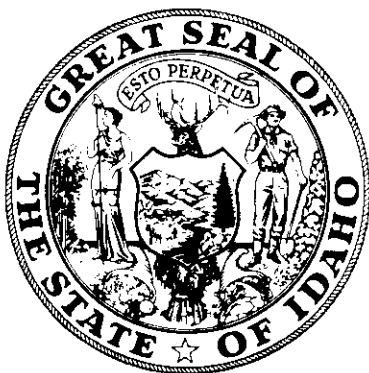
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

CHECK PROTECT OF IDAHO, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: *March 8, 1984*



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Denise Hiner*

ARTICLES OF INCORPORATION

OF

CHECK PROTECT OF IDAHO, INC

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The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

SECRETARY OF STATE

FIRST: The name of the corporation is *CHECK PROTECT OF IDAHO, INC.* Reynwick, Incorporated.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful businesses for which corporations may be incorporated, including but not limited to the marketing of the PROTECT-A-CHECK dishonored check recovery system to retailers for the PROTECT-A-CHECK Corporation.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares.

No distinction shall exist among the shares of this corporation or the rights of the respective holders of the shares.

This article can be amended only by the vote or written consent of the holders of at least ninety-five (95%) percent of the outstanding voting shares.

FIFTH: One class of shares is to be authorized: non-assessable common stock with a per share par value of one dollar (\$1.00) per share.

Each holder of common shares of this corporation shall be entitled to full pre-emptive or preferential rights, as these rights are defined by law, to subscribe for or purchase his proportional part of any common shares that may be issued at any time by this corporation with the exception of shares issued to pay for legal or accounting services performed in the past by various professionals which the holders of a majority of the outstanding shares may authorize from time to time.

This article can be amended only by the vote or written consent of the holders of ninety-five percent (95%) of the outstanding common shares.

SIXTH: The address of the initial registered office of the corporation is Suite K, 4795 Emerald Street, Boise, Idaho 83706, P.O. Box 2544, Boise, Idaho 83701, and the name of its initial registered agent at such address is James David Reynolds.

SEVENTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and the name and address of each incorporator is:

1. James David Reynolds, 3811 La Mesita Way, Boise Idaho 83702.

2. Joan Rae Reynolds, 3811 La Mesita Way, Boise Idaho 83702.

EIGHTH: These articles may be amended by a two-thirds vote of the shareholders of the corporation, with the exception of Articles Four and Five hereof as specified therein.

James David Reynolds
JAMES DAVID REYNOLDS
INCORPORATOR

Joan Rae Reynolds
JOAN RAE REYNOLDS
INCORPORATOR

STATE OF IDAHO)
) ss.
COUNTY OF ADA

On this 8th day of March, 1984, before me, a notary public in and for said State, personally appeared JAMES DAVID REYNOLDS and JOAN RAE REYNOLDS, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto affixed my hand and notarial seal this _____ day of _____, 1984.

(SEAL)

Notary Public for Idaho
Residing at Boise, Idaho

My commission expires _____.

