

**Electronic Articles of Incorporation
For**

**P01000044142
FILED
May 02, 2001
Sec. Of State**

PRIORITY TECHNOLOGIES INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PRIORITY TECHNOLOGIES INC.

Article II

The principal place of business address:

P.O. BOX 163456
MIAMI, FL. 33116

The mailing address of the corporation is:

P.O. BOX 163456
MIAMI, FL. 33116

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

JOHN W DOWNING
5647 HALIFAX LANE
SARASOTA, FL. US 34233

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: JOHN W DOWNING

Article VI

The name and address of the incorporator is:

MICHAEL ANDREW FLETCHER
P.O. BOX 163456
MIAMI, FL
33116

Incorporator Signature: MICHAEL ANDREW FLETCHER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PS
MICHAEL A FLETCHER
P.O. BOX 163456
MIAMI, FL. 33116