

P 970000 41098

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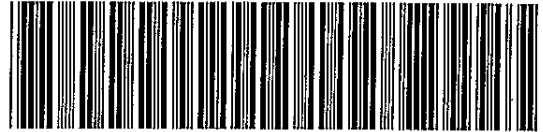
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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SCHNEIDER WEINBERGER LLP

Attorneys-at-Law

Glades-St. Andrews Professional Center
2499 Glades Road, Suite 108
Boca Raton, Florida 33431-7260

James M. Schneider, P.A.
Steven I. Weinberger, P.A.

November 21, 2003

Telephone
(561) 362-9595
Facsimile
(561) 362-9612

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**Re: Net 1 UEPS Technologies, Inc.
Document No. P97000041098**

Dear Sir or Madam:

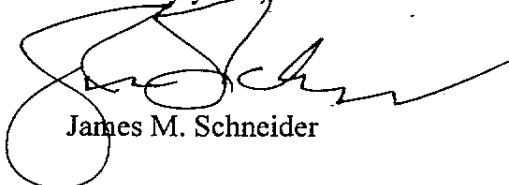
Enclosed is Statement of Change of Registered Office changing the address of the Registered Agent and the principal office address of the above-named corporation. Also, enclosed is our check in the amount of \$35.00 made payable to the Department of State to cover the filing fee.

Please return all correspondence concerning this matter to the following:

James M. Schneider, Esq.
Schneider Weinberger LLP
2499 Glades Road, Suite 108
Boca Raton, FL 33431

For further information concerning this matter, please call the undersigned at (561) 362-9595. Thank you for your prompt attention to this matter.

Sincerely yours,



James M. Schneider

JMS:sjm
Enclosures

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of FLORIDA in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: Net 1 UEPS Technologies, Inc.
2. The principal office address: C/o Adorno & Yoss P.A. (OLD ADDRESS) 350 E. Las Olas Blvd., Suite 1700, Ft. Lauderdale, FL 33301
3. The mailing address (if different): (NEW ADDRESS) c/o Schneider Weinberger LLP 2499 Glades Road, Suite 108, Boca Raton, FL 33431
4. Date of incorporation/qualification: 05/08/1997 Document number: P97000041098
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

James M. Schneider, Esq.
350 East Las Olas Blvd., Suite 1700
Fort Lauderdale, FL 33301

- 6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

James M. Schneider, Esq.
2499 Glades Road, Suite 108
(P.O. Box or personal mailbox NOT acceptable)
Boca Raton, FL 33431

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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Signature of officer or director: David Anthony

David Anthony, Secretary/Treasurer

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Signature of Registered Agent

November 19, 2003

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314