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Florida Department of State
Division of Corporations
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Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

FOREIGN PROFIT QUALIFICATION

e-Money Systems, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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| Page Count | 06 |
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DIVISION OF CORPORATION

03 OCT - 1 PM 3:33
ST. JAMES CREDIT UNION
10/1/03

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. e-Money Systems, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Oklahoma 3. 73-1504622
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. 07/29/1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2448 East 81st St., Ste. 3600, Tulsa, OK 74137
(Principal office address)
- same
(Current mailing address)
8. See Attachment
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: c/o C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

C T Corporation System

By: _____

(Registered agent's signature)

John J. Linnihan, Asst. Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors: **SEE ATTACHMENT**

A. DIRECTORS

Chairman: Roger P. Marshall

Address: 2448 East 81st St., Ste. 3600

Tulsa, OK 74137

Vice Chairman: _____

Address: _____

Director: Allen Anderson

Address: 215 East Kenosha

Broken Arrow, OK 74012

Director: Gary Burton

Address: 1901 West 171st St.

Glenpool, OK 74033

B. OFFICERS

SEE ATTACHMENT

President: Roger P. Marshall

Address: 2448 East 81st St., Ste. 3600

Tulsa, OK 74137

Vice President: Jamie Thompson

Address: 2448 East 81st St., Ste. 3600

Tulsa, OK 74137

Secretary: Karen Gross

Address: 2448 East 81st St., Ste. 3600 Tulsa, OK 74137

Treasurer: Karen Gross

Address: 2448 East 81st St., Ste. 3600 Tulsa, OK 74137

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Roger P. Marshall

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Roger P. Marshall, President

(Typed or printed name and capacity of person signing application)

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Attachment to Florida

Purpose Clause

To provide electronic bill payment and presentment services to high volume billers and to provide billers with the ability to receive in-person payments through electronic kiosks.

Officers & Directors

- | | | |
|----|-------------------|-------------------------------|
| 1. | Full Name: | Roger P. Marshall |
| | Officer/Director: | Officer, Director |
| | Officer's Title: | President |
| | Director's Title: | Chairman |
| | Business Address: | 2448 East 81st St., Ste. 3600 |
| | City: | Tulsa |
| | State: | OK |
| | ZIP Code: | 74137 |
| 2. | Full Name: | Jamie Thompson |
| | Officer/Director: | Officer |
| | Officer's Title: | Vice President |
| | Business Address: | 2448 East 81st St., Ste. 3600 |
| | City: | Tulsa |
| | State: | OK |
| | ZIP Code: | 74137 |
| 3. | Full Name: | Karen Gross |
| | Officer/Director: | Officer |
| | Officer's Title: | Secretary |
| | Business Address: | 2448 East 81st St., Ste. 3600 |
| | City: | Tulsa |
| | State: | OK |
| | ZIP Code: | 74137 |
| 4. | Full Name: | Karen Gross |
| | Officer/Director: | Officer |
| | Officer's Title: | Treasurer |
| | Business Address: | 2448 East 81st St., Ste. 3600 |
| | City: | Tulsa |
| | State: | OK |
| | ZIP Code: | 74137 |
| 5. | Full Name: | Gary Burton |
| | Officer/Director: | Director |
| | Officer's Title: | |
| | Director's Title: | Other Director |
| | Business Address: | 1901 West 171st St. |
| | City: | Glenpool |
| | State: | OK |
| | ZIP Code: | 74033 |
| 6. | Full Name: | Cecil Crain |
| | Officer/Director: | Director |
| | Officer's Title: | |
| | Director's Title: | Other Director |
| | Business Address: | 517 West H St. |
| | City: | Jenks |
| | State: | OK |
| | ZIP Code: | 74037 |

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CLERK OF DISTRICT COURT
TULSA, OKLAHOMA

OCT-01-2003 12:06

P.05

7. Full Name: William Jones
Officer/Director: Director
Officer's Title:
Director's Title: Other Director
Business Address: 3800 First National Tower
City: Tulsa
State: OK
ZIP Code: 74014

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MISSOURI

OFFICE OF THE SECRETARY OF STATE

**CERTIFICATE OF GOOD STANDING
DOMESTIC FOR PROFIT BUSINESS CORPORATION**

I, THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that E-MONEY SYSTEMS, INC. whose registered agent is JAMES H BENNETT with its registered office at 7120 S LEWIS TULSA 73136 USA Oklahoma is a Domestic For Profit Business Corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I hereunto set my hand and affixed the Great Seal of the State of Oklahoma, done at the City of Oklahoma City, this 26th day of September, 2003.

A handwritten signature in cursive script, appearing to read "M. Susan Savage", is written over a horizontal line.

Secretary Of State