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Florida Department of State
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Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

ACIES, INC.

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

(Pursuant to Section 607.1503 of the Florida Statutes)

The following is submitted to register a foreign limited liability Corporation to transact business in the State of Florida:

1. The name of the corporation is Acies, Inc. (the "Corporation").
2. The jurisdiction under the law of which the Corporation is organized is Nevada.
3. The date of organization of the Corporation is April 22, 2004.
4. The Corporation will have perpetual existence.
5. The date business will be transacted in the State of Florida by the Corporation is upon filing.
6. The principal office address of the Corporation is 14 Wall Street, Suite 1620, New York, NY 10005.
7. The Corporation will first transact business in Florida upon filing this application.
8. Attached is an original certificate of existence, duly authenticated by the official having custody of records in the jurisdiction of law of which it is organized.
9. The nature of the business of the Corporation in Florida is to provide financial services and the payment of processing solutions and to engage in any activity within the purposes for which corporations may be organized.
10. The name and address of Florida registered agent is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

ACIES, INC.

By:


Jeffrey A. Tischler


Executive Vice President, Chief Financial Officer

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

11. 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 certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By:  **Troy Todd
as its agent**

12. Names and business addresses of officers:

Oleg Firer, Chairman, Chief Executive Officer & President
14 Wall Street, Suite 1620, New York, NY 10005.

Jeffrey A. Tischler, Executive Vice President, Chief Financial Officer, Director
14 Wall Street, Suite 1620, New York, NY 10005

Yakov Shimon, Vice President - Technology & Data Management
14 Wall Street, Suite 1620, New York, NY 10005

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SECRETARY OF STATE

CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, ACIES, INC., as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 22, 2004, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on February 1, 2008.



ROSS MILLER
Secretary of State

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