TO: Qualification/Tax Lien Section Division of Corporations

SUBJECT: U.S. PREPAID THE.

(Name of corporation - must /no inde suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ART FOGARTY
(Name of Person)

U. S. PREPAID, INC.
(FUTTH/Company)

160 COLUMBIA DRIVE #607
(Address)

TAMPA FL 33606

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*****70.00 *****70.00

Should you need to call someone concerning this matter, please call:

ART FOGARTY
(Name of Person)

at (8/3) 254-1965 (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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.	U.S. PREPAID, 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.	(State or country under the law of which it is incorporated) 3. 75 2738021 (FEI number, if applicable)	
4.	(Date of Incorporation) 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")	
6.	(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)	
7.	2000 EAST LAMAR BLUD, #600	>
	ARLINGTON TX 76006 & Current mailing address)	DIVISION
8.,	ANY AND ALL LAWFUL BUSINESS (Figure control of Florida)	TARY
	Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOTE acceptable)	IVIS AC
	Name: ART FOGARTY	SEC
	Office Address: 160 COLUMBIA DRIVE	
	#607 TAMPA, Florida, 33606	
10	. Registered agent's acceptance: (Zip Code)	
Ha cor reg all and	wing been named as registered agent and to accept service of process for the above state rporation at the place designated in this application, I hereby accept the appointment gistered agent and agree to act in this capacity. I further agree to comply with the provisions statutes relative to the proper and complete performance of my duties, and I am familiar we discount the obligations of my position as registered agent.	ted as of ith
	(Registered agont's signature) 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.

	TORS (Street address only- P. O . Box NOT acceptable)	
Chairman: _	HRT FOGARTY	_
Address: _		_
	TAMPA, PL 33606	_
	gan:	_
Address:		_
		<u>.</u>
Director:		
Address:		_
		_
Address:		
		<u>. </u>
	ERS (Street address only-P. O. Box NOT acceptable)	
President: _		- 86 - 188
Address:	160 COLUMBIA DRIVE #607	
	TAMPA, FL 33606	_dn
	ent:	
Address:		_ 10: 3
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		-
Address:		<u></u>
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Freasurer: _		
Address:		-
		-
NOTE: If n	ecessary, you may attach an addendum to the application listing additional for directors.	
officera with	or anecons.	
13.	Man V. Joganh Treadent	<u> </u>
(Sigi	nature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)	
	/_	



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that Articles of Incorporation of

U.S. PREPAID, INC. File No. 1472361-00

were filed in this office and a certificate of incorporation was issued to this corporation, and no certificate of dissolution is in effect and the corporation is currently in existence.



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on June 4, 1998.

> Alberto R. Gonzales Secretary of State

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on, ce.

ECRETARY OF STATE