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NEW FILINGS	<u>AMENDMENTS</u>	
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	
OTHER FILINGS	REGISTRATION/QUALIFICATION	-
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	-
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ARTICLES OF ORGANIZATION OF

PAYBACK MANAGEMENT SOLUTIONS, LLC

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

ARTICLE I - NAME

The name of this Limited Liability Company is PAYBACK MANAGEMENT SOLUTIONS, LLC.

ARTICLE II - MAILING ADDRESS

The mailing address and street address of the principal office of PAYBACK MANAGEMENT SOLUTIONS, LLC, 6137 Lake Charm Circle, Oviedo, Florida 32765.

ARTICLE III - DURATION

The period of duration for PAYBACK MANAGEMENT SOLUTIONS, LLC shall be perpetual from the date of filing these Articles with the Department of the State, except for the limitations set out in Florida Statutes Section 608.441.

ARTICLE IV - REGISTERED AGENT & OFFICE

The name of the initial registered agent is WILLIAM C. PUNCHES. The street address of the initial registered agent is 6137 Lake Charm Circle, Oviedo, Florida 32765.

ARTICLE V - ADDITIONAL MEMBERS

Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.

ARTICLE VI - TERMINATION OF MEMBERSHIP

If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in PAYBACK MANAGEMENT SOLUTIONS, LLC, the remaining members may, by unanimous agreement, continue the business of PAYBACK MANAGEMENT SOLUTIONS, LLC.

<u>ARTICLE VII - MANAGEMENT</u>

PAYBACK MANAGEMENT SOLUTIONS, LLC is to be managed by a manager and the name and address of the individual who will serve as the manager is:

WILLIAM C. PUNCHES
6137 Lake Charm Circle, Oviedo, Florida
32765

This initial manager shall serve until a successor manager(s) is qualified and elected as prescribed by and provided in the regulations of the Company. The manager shall also hold the office and have the responsibilities accorded to him/her by the members set out in the regulations of the Company.

ARTICLE VIII - REGULATIONS

The members shall have the power to adopt, alter, amend, or repeal regulations of PAYBACK MANAGEMENT SOLUTIONS, LLC.

The undersigned executed these Articles of Organization on December 9, 2002.

WILLIAM C. PUNCHES



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE FOR PAYBACK MANAGEMENT SOLUTIONS, LLC

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES SECTION 608.415, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is PAYBACK MANAGEMENT SOLUTIONS, LLC.
 - 2. The name and address of the registered agent and office is as follows:

William C. Punches 6137 Lake Charm Circle Oviedo, Florida 32765

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

WILLIAM'C. PUNCHES

December 9, 2002