

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L09000003973
FILED 8:00 AM
January 13, 2009
Sec. Of State
gharvey

Article I

The name of the Limited Liability Company is:

MASTERPAY USA, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

8879 WEST COLONIAL DRIVE
#154
OCOE, FL. 34761

The mailing address of the Limited Liability Company is:

8879 WEST COLONIAL DRIVE
#154
OCOE, FL. 34761

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

DEBORAH L SONNTAG
8879 WEST COLONIAL DRIVE
#154
OCOE, FL. 34761

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.

Registered Agent Signature: DEBORAH L SONNTAG

Article V

The name and address of managing members/managers are:

Title: MGRM
DEBORAH L SONNTAG
8879 WEST COLONIAL DR., #154
OCOE, FL. 34761

Title: MGRM
ALBERT W SONNTAG
8879 WEST COLONIAL DR., #154
OCOE, FL. 34761

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Article VI

The effective date for this Limited Liability Company shall be:

02/01/2009

Signature of member or an authorized representative of a member

Signature: DEBORAH L SONNTAG