

Division of Corporations

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Email Address: kmather@gunster.comFLORIDA LIMITED LIABILITY CO.
DIGITAL PAYMENTS GROUP (USA), LLC

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**ARTICLES OF ORGANIZATION
FOR
DIGITAL PAYMENTS GROUP (USA), LLC**

(A Florida Limited Liability Company)

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, pursuant to the Florida Revised Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization:

**ARTICLE 1
NAME**

The name of the Limited Liability Company is Digital Payments Group (USA), LLC (the "Company").

**ARTICLE 2
DURATION**

The Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

**ARTICLE 3
NATURE OF BUSINESS**

The Company is organized for the purpose of transacting any and all lawful business permitted under the Act.

**ARTICLE 4
ADDRESS**

The initial principal office address and the initial mailing address of the Company is 401 E. Jackson St., Suite 2500, Tampa, FL 33602 c/o Kenneth G.M. Mather, Esquire.

**ARTICLE 5
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company is Cogency Global Inc., and the name of the initial registered agent of the Company at that address is 115 North Calhoun Street, Suite 4, Tallahassee, Florida 32301.

**ARTICLE 6
MEMBERSHIP CERTIFICATES**

Each Member's interest in the Company may be evidenced by a membership participation or unit certificate. No Member of the Company may transfer, sell or assign its

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membership interest in the Company to any other person except as provided for in the Company's Operating Agreement.

**ARTICLE 7
MANAGEMENT**

The Company shall be manager-managed. The name and address of the Manager that will manage and control the Company is:

Digital Payment Group Ltd, MGR
17 Pembroke Street Upper Pembroke
Street Upper, Saint Peter's, Dublin,
D02 AT22, Ireland

**ARTICLE 8
EFFECTIVE DATE**

The effective date is the date of filing of these Articles of Organization with the Florida Department of State.

**ARTICLE 9
AMENDMENT**

The company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF the undersigned has executed these Articles as of the 17th day of August, 2020.

/s/ Kenneth G. M Mather
Kenneth G.M. Mather, Esquire
Authorized Representative

(In accordance with Section 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, COGENCY GLOBAL INC. hereby accepts the appointment as registered agent and agrees to act in this capacity. Cogency Global Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 605, F.S.

/s/ Eric B. Hood

Eric B. Hood, Assistant Secretary

Dated: August 18, 2020

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