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PAYTRAK OF BAY COUNTY, INC.  
17204 PCB PARKWAY  
PANAMA CITY BCH, FL 32413

August 16, 2000

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

100003365661--1  
-08/21/00--01077--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation of PAYTRAK OF BAY COUNTY, INC. along with our check to cover filing fee and resident agent designation fee.

Yours truly,



Craig A. Simmons  
President

FILED  
00 AUG 21 PM 2:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8.25

**ARTICLES OF INCORPORATION  
OF  
PAYTRAK OF BAY COUNTY, INC.**

**FILED**  
00 AUG 21 PM 2:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I:                   NAME & PLACE OF BUSINESS**

THE NAME OF THIS CORPORATION IS PAYTRAK OF BAY COUNTY, INC. AND ITS PLACE OF BUSINESS IS 17204 PCB PARKWAY, PANAMA CITY BEACH, FL 32413.

**ARTICLE II:                 NATURE OF BUSINESS**

THIS CORPORATION IS ORGANIZED FOR THE TRANSACTION OF ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER CHAPTER 607, FLORIDA STATUTES.

**ARTICLE III:             CAPITAL STOCK**

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS ONE HUNDRED (100) SHARES OF COMMON STOCK HAVING A NOMINAL PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.

**ARTICLE IV:             REGISTERED OFFICE AND REGISTERED AGENT**

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS 17204 PCB PARKWAY, PANAMA CITY BCH, FL 32413, AND ITS REGISTERED AGENT IS CRAIG A. SIMMONS.

**ARTICLE V.               INITIAL OFFICERS**

THE NAMES AND STREET ADDRESS OF THE INITIAL SLATE OF OFFICERS AND THE OFFICE WHICH THEY WILL BE SERVING ARE:

CRAIG A. SIMMONS	PRESIDENT
17204 PCB PARKWAY	
PANAMA CITY BCH, FL 32413	

RONYA K. SIMMONS	SECRETARY/TREASURER
17204 PCB PARKWAY	
PANAMA CITY BCH, FL 32413	

ARTICLE VI: INITIAL DIRECTORS

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME BY THE BYLAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES OF THE INITIAL DIRECTORS ARE:

CRAIG A. SIMMONS	DIRECTOR
RONYA K. SIMMONS	DIRECTOR

ARTICLE VII: SHAREHOLDERS

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS AND IN THE AMOUNT SET OPPOSITE THEIR NAME.

CRAIG A. SIMMONS	50 SHARES
RONYA K. SIMMONS	50 SHARES

ARTICLE VIII: DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY COMMENCING WITH THE SIGNING OF THESE ARTICLES OF INCORPORATION.

ARTICLE IX: INCORPORATOR

THE NAME OF THE PERSON SIGNING THESE ARTICLE OF INCORPORATION IS: CRAIG A. SIMMONS

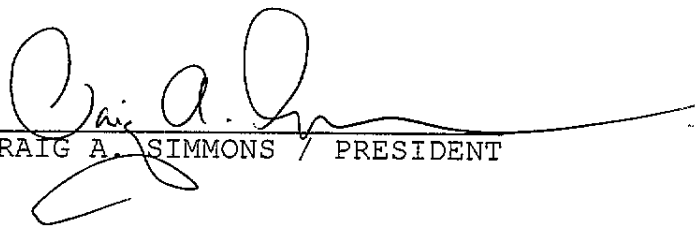
ARTICLE X: BYLAWS

THE POWER TO ADOPT, ALTER, AMEND, OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE XI: AMENDMENTS

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

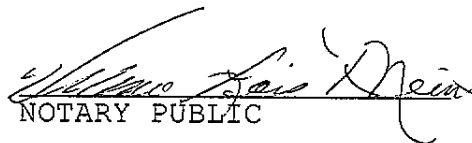
IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON THIS 16<sup>th</sup> DAY OF August, 2000.

  
CRAIG A. SIMMONS / PRESIDENT

STATE OF FLORIDA  
COUNTY OF BAY

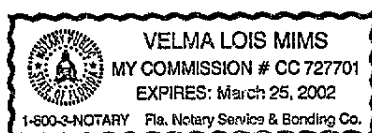
BEFORE ME, THE UNDERSIGNED AUTHORITY, AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY AFORESAID, PERSONALLY APPEARED CRAIG A. SIMMONS, KNOWN TO ME AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY SEAL, IN THE STATE AND COUNTY AFORESAID, ON THIS 17<sup>th</sup> DAY OF August, 2000.

  
NOTARY PUBLIC

(seal)

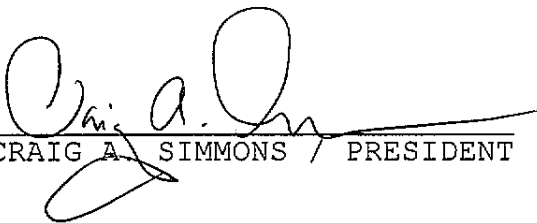
MY COMMISSION EXPIRES March 25, 2002



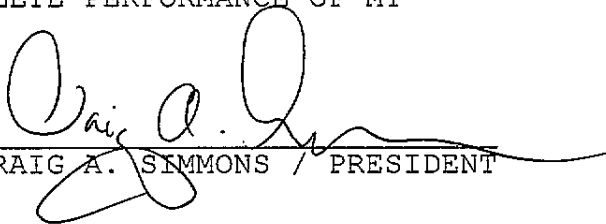
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED.

PAYTRAK OF BAY COUNTY, INC. DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL  
PLACE OF BUSINESS, 17204 PCB PARKWAY, PANAMA CITY BEACH, FL  
32413 HAS NAMED CRAIG A. SIMMONS TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA.

  
CRAIG A. SIMMONS / PRESIDENT  
DATE 8/16/00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE STYLED CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I  
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES  
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES.

  
CRAIG A. SIMMONS / PRESIDENT  
DATE 8/16/00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA