

PO1000019184



David W. Boone*
Michael S. Davis
*Georgia also

Charles Flaxman
of Counsel

February 16, 2001

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

500003743295--7
-02/20/01--01068--009
*****78.75 *****78.75

RE: International Payment Solutions, Inc.
Our File Number: CORP-01-06027

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original Articles and return to me one certified copy in the enclosed self-addressed stamped envelope provided herein. I am also enclosing our check in the amount of \$78.75 to file the above.

If you have any questions, please do not hesitate to call our office. Thank you for your anticipated cooperation.

Very truly yours,

BOONE & DAVIS, P.A.

Michael S. Davis

MSD:klf

enclosure(s) (as noted)

FILED
2001 FEB 20 PM 12:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

2/21/01

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED

2001 FEB 20 PM 12:28

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

International Payment Solutions, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2311 N. Andrews Avenue
Fort Lauderdale, FL 33311

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Michael S. Davis
2311 N. Andrews Avenue
Fort Lauderdale, FL 33311

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Michael S. Davis
2311 N. Andrews Avenue
Fort Lauderdale, FL 33311

Signature/Incorporator

2/15/01

Date

(An additional article must be added if an effective date is requested.)

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

Signature/Registered Agent

2/15/01

Date