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MEMBER - AMERICAN INSTITUTE  
CERTIFIED PUBLIC ACCOUNTANTS

MEMBER - ALABAMA SOCIETY  
CERTIFIED PUBLIC ACCOUNTANT

**GREGORY S. OSWALT**  
**CERTIFIED PUBLIC ACCOUNTANT**

1234 Airport Rd. Suite 204  
DESTIN, FL 32541

TELEPHONE 850-837-2640  
FACSIMILIE 850-650-9411

600004744846--3  
-12/31/01-01053-014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

December 27, 2001

Corporation Division  
Secretary of State  
P.O. Box 6327  
Tallahassee, FL. 32314

FILED  
01 DEC 31 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Mr. / Ms.,

Enclosed are two original articles of Incorporation and a check for \$78.75 . Please certify one and return to the corporate office:

Gregory S. Oswalt  
35008 Emerald Coast Pkwy  
4<sup>th</sup> Floor  
Destin , Florida 32541

Thank you for your assistance in this matter. If you have any question please contact me at  
(850-837-2640)

Sincerely ,



Gregory S. Oswalt

OB 1/2/03 ✓

ARTICLES OF INCORPORATION  
FOR  
Electronic Payments Processing A, Inc.

FILED  
01 DEC 31 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I.  
CORPORATE NAME

THE NAME OF THIS CORPORATION IS ELECTRONIC PAYMENTS PROCESSING A,  
INC.

ARTICLE II.  
NATURE OF BUSINESS AND POWERS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS  
CORPORATION IS TO ENGAGE IN ANY AND ALL BUSINESS PERMITTED UNDER  
THE LAWS OF THE STATE OF FLORIDA.

ARTICLE III.  
CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS  
AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY TIME IS 1000  
SHARES OF COMMON STOCK HAVING A PAR VALUE OF ZERO(\$.00) PER  
SHARE. ALL STOCK TO BE ISSUED BY THIS CORPORATION SHALL BE  
ISSUED FOR MONEY OR OTHER PROPERTY (OTHER THAN STOCK AND  
SECURITIES) OR OTHERWISE AS ALLOWED FROM TIME TO TIME BY SECTION  
1244 OF THE INTERNAL REVENUE CODE, AS AMENDED. THIS CORPORATION  
SHALL BE CONSIDERED A "SMALL BUSINESS CORPORATION" WITHIN SECTION  
1244 AND ALL STOCK ISSUED SHALL BE CONSIDERED "SECTION 1244  
STOCK".

ARTICLE IV.  
TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING UPON  
FILING OF THESE ARTICLES OF INCORPORATION.

ARTICLE V.  
PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF  
THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH  
HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA  
SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT THE ISSUANCE OF  
FRACTIONAL SHARES) AT THE PRICE, AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VI.  
REGISTERED AGENT AND INITIAL REGISTERED AND PRINCIPAL OFFICE  
THE REGISTERED AGENT AND THE STREET ADDRESS OF THE INITIAL  
REGISTERED AND PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE  
OF FLORIDA SHALL BE:

Gregory S.Oswalt  
35008 Emerald Coast Pkwy.  
4<sup>th</sup> Floor  
DESTIN, FLORIDA 32541

THE BOARD OF DIRECTORS FROM TIME TO TIME MAY MOVE THE REGISTERED  
OFFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

ARTICLE VII.

INCORPORATOR

THE NAME AND STREET ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATOR IS:

GREGORY S. OSWALT  
35008 Emerald Coast Pwky.  
4<sup>th</sup> Floor  
DESTIN, FLORIDA 32541

ARTICLE VIII.

AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE FOLLOWING MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDER'S MEETING BY AT LEAST A MAJORITY OF THE STOCK ENTITLED TO VOTE, UNLESS ALL OF THE DIRECTORS AND ALL OF THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

ARTICLE IX.

BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE (1) DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE.

ARTICLE X.

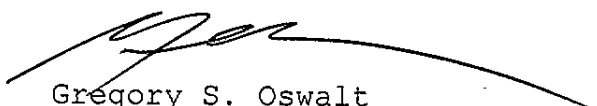
INITIAL DIRECTORS

THE NAME OF THE INITIAL DIRECTORS OF THIS CORPORATION AND THEIR STREET ADDRESS ARE:

John H. Beebe and Gregory S. Oswalt  
35008 Emerald Coast Pkwy. 4<sup>th</sup> Floor  
DESTIN, FLORIDA 32541

THE PERSONS NAMED AS INITIAL DIRECTORS SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THIS CORPORATION OR UNTIL HIS SUCCESSOR IS ELECTED OR APPOINTED AND HAS QUALIFIED, WHICHEVER OCCURS FIRST.

IN WITNESS WHEREOF, THE UNDERSIGNED, AS INCORPORATOR AND REGISTERED AGENT, HAS EXECUTED THE FOREGOING ARTICLES OF INCORPORATION ON THE 27th DAY OF December, 2001.

  
Gregory S. Oswalt

STATE OF FLORIDA

COUNTY OF OKALOOSA

I HEREBY CERTIFY THAT ON THIS 27th DAY OF DECEMBER, 2001, BEFORE ME, AN OFFICER DULY AUTHORIZED IN THE STATE AFORESAID AND IN THE COUNTY AFORESAID TO TAKE ACKNOWLEDGMENTS, PERSON APPEARED GREG OSWALT, WHO IS PERSONALLY KNOWN TO ME OR WHO HAS PRODUCED THE IDENTIFICATION IDENTIFIED BELOW, WHO IS THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING INSTRUMENT, AND WHO AFTER BEING DULY SWORN SAYS THAT THE EXECUTION HEREOF IS HIS/HER FREE ACT AND DEED FOR THE USES AND PURPOSES HEREIN MENTIONED.

SWORN TO AND SUBSCRIBED BEFORE ME ON THE DAY AND YEAR LAST AFORESAID.

X TO ME PERSONALLY KNOWN

IDENTIFIED BY DRIVER'S LICENSE NUMBER  
ISSUED BY THE STATE OF FLORIDA.

NOTARY PUBLIC  
PRINTED NAME:

MY COMMISSION EXPIRES: 1-28-03  
COMMISSION NUMBER: CC 805209

*Brenda Korinek*  
*Brenda Korinek*

BRENDA KORINEK  
Notary Public - State of Florida  
My Commission Expires Jan 28, 2003  
Commission # CC805209

I, GREGORY S. OSWALT, AM HEREBY FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR ELECTRONIC PAYMENTS PROCESSING, A, INC.

*[Signature]*  
GREGORY S. OSWALT  
REGISTERED AGENT

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01 DEC 31 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA