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DIVISION OF CORPORATIONS

BASIC AMENDMENT

INFOPAY, INC.

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Amendment
09/11/02
DC

AUDIT NO. H020001901154

**ARTICLES OF AMENDMENT FOR
INFOPAY, INC.**

Pursuant to the provisions of Section 607.1108, Florida Statutes, the undersigned Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation of the above-named corporation and are hereby amended as follows:

1. Article V is hereby amended to read as follows:

The street address of the principal office of this Corporation in the State of Florida is 100 W. Cypress Creek Road, Suite 700, Fort Lauderdale, Florida 33309. The Board of Directors of this Corporation may from time to time move its principal office in the State of Florida to any other place in this state or any other state;

2. The date of the adoption of this Amendment was August 30, 2002;
3. The Amendment was approved by the Shareholders. The number of votes cast for the Amendments was sufficient for approval.

Signed this 3rd day of September 2002.

By: 
Daniel Dechamps, President

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