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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 28, 2002

JTD ELECTRONIC BILLING, INC.
1401 Periwinkle Court
Lakeland, FL 33811

300006308033--4
-07/10/02--01026--002
122.50 **78.75

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

To Whom It May Concern,

Enclosed please find the original and one copy of Articles of Incorporation for JTD Electronic Billing, Inc., together with our check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Respectfully yours,



David J. Clark

JTD Electronic Billing, Inc.
1401 Periwinkle Court
Lakeland, FL 33811
863-647-4569

djc: whc

Enc: 2

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ARTICLES OF INCORPORATION
OF
JTD ELECTRONIC BILLING, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a Corporation under the laws of the State of Florida.

ARTICLE 1 - NAME

The name of the Corporation is **JTD ELECTRONIC BILLING, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - DURATION

This Corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE 4 - PRINCIPAL OFFICE

The address of the principal office of JTD ELECTRONIC BILLING, INC. is 1401 Periwinkle Court, Lakeland, Florida 33811. The mailing address is the same.

ARTICLE 5 - OFFICERS

The Officers of the Corporation shall be:

President:	Jason DeLeon
Vice-President:	Tracy L. Clark-DeLeon
Secretary:	David J. Clark
Treasurer:	David J. Clark

ARTICLE 6 - DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one (1).

The Directors of the Corporation shall be:

David J. Clark whose address is: 1401 Periwinkle Court
Lakeland, FL 33811

Jason DeLeon whose address is: 1403 Star Jasmine Lane
Brandon, FL 33855

Tracy L. Clark-DeLeon whose address is: 1403 Star Jasmine Lane
Brandon, FL 33855

ARTICLE 7 - INCORPORATOR

The name and address of the incorporator of this Corporation is:

David J. Clark
1401 Periwinkle Court
Lakeland, FL 33811

ARTICLE 8 - CORPORATE CAPITALIZATION

8.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **FIFTEEN THOUSAND FIVE HUNDRED (15,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

8.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

8.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

8.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s)

may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

8.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

8.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 10 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall notice thereof.

ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is David J. Clark, located at 1401 Periwinkle Court, Lakeland, Florida 33811. The name and address of the registered agent of this Corporation is David J. Clark, 1401 Periwinkle Court, Lakeland, Florida 33811.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall gave power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

David J. Clark, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 5th day of July, 2002.


David J. Clark, Incorporator

STATE OF FLORIDA

COUNTY OF: Polk

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

[Signature]
Signature

FDL# C462-710-53-2840
Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that David J. Clark executed these Articles of Incorporation, that I relied upon the form of identification of the above named person, and that an oath (was)(was not) taken.

Witness my hand and official seal in the County and State last

aforesaid this 5th day of July, 2002.

[Signature]
Notary Signature

Alisa C Anderson
Printed Notary Signature



Alisa C Anderson
My Commission DD039415
Expires May 06, 2003