

**Electronic Articles of Incorporation
For**

P02000110883
FILED
October 15, 2002
Sec. Of State

USA TECHNOLOGY, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
USA TECHNOLOGY, INC.

Article II

The principal place of business address:
1316 WEST CHESTER PIKE
WEST CHESTER, PA. 19382

The mailing address of the corporation is:
1316 WEST CHESTER PIKE
WEST CHESTER, PA. 19382

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
1,000

Article V

The name and Florida street address of the registered agent is:
LISA R WEISS
86 LADOGA AVENUE
TAMPA, FL. 33606

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LISA R. WEISS

Article VI

The name and address of the incorporator is:

DONALD J. WEISS
6 HILLOCK LANE
CHADDS FORD, PA 19317

Incorporator Signature: DONALD J. WEISS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ABRAR SOLATCH
1316 WEST CHESTER PIKE
WEST CHESTER, PA. 19381

Title: V
WILLIAM KNEPSHIELD
1316 WEST CHESTER PIKE
WEST CHESTER, PA. 19382