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To:

Division of Corporations

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From:

Account Name : M. BURR KEIM COMPANY

Account Number: I19990000242 Phone: (215)563-8113 Fax Number: (215)977-9386

N 9:31

FLORIDA PROFIT CORPORATION OR P.A.

PREFERPAY INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 5, 2003

M. BURR KEIM COMPANY

SUBJECT: PREFERPAY INC.

REF: W03000006251

We have received your document for PREFERPAY INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Wanda Cunningham Document Specialist New Filing Section FAX Aud. #: H03000069367 Letter Number: 503A00013878

LANGUAGE + ACCOMPNICE APPEAR

M. BURR KEIM COMPANY (H03000069367 8)

ARTICLES OF INCORPORATION

OF

PreferPay Inc.

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

ARTICLE I NAME

The name of the corporation shall be:

PreferPay Inc.

ARTICLE II PRINCIPAL OFFICE

The mailing address of this corporation shall be:

8480 Limekiln Pike, Wyncote, PA 19095

ARTICLE III CAPITAL STOCK

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

One Hundred (100) Shares Without Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Joshua D. Schwartz 5650 N.E. 21st Road, Ft. Lauderdale, FL 33308

ARTICLE V INCORPORATOR

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

Joshua D. Schwartz 5650 N.E. 21st Road, Ft. Lauderdale, FL 33308

The undersigned has executed these Articles of Incorporation this 4th day of March, 2003.

Joshua D. Schwartz Incorporator



M. BURR KEIN COMPANY (H03000069367 8)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

PreferPay Inc.

2. The name and address of the registered agent and office is:

Joshua D. Schwartz 5650 N.E. 21st Road, Ft. Lauderdale, FL 33308

Signature
Joshua D. Schwartz

Title: Incorporator

Date: March 4, 2003

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 PER FORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLICATIONS OF MY POSITION AS REGISTERED AGENT.

Joshua D. Schwartz

Date: March 4, 2003

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