

**Electronic Articles of Incorporation
For**

**P03000054638
FILED
May 15, 2003
Sec. Of State**

EPAY SYSTEMS, INCORPORATED

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:

EPAY SYSTEMS, INCORPORATED

Article II

The principal place of business address:

427 N. MAGNOLIA AVENUE
103
ORLANDO, FL. 32801

The mailing address of the corporation is:

427 N. MAGNOLIA AVENUE
103
ORLANDO, FL. 32801

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:

10000

Article V

The name and Florida street address of the registered agent is:

KARL J KAISER
427 N. MAGNOLIA AVENUE
103
ORLANDO, FL. 32801

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

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Registered Agent Signature: KARL J. KAISER

Article VI

The name and address of the incorporator is:

GREGG M. YAWMAN
427 N. MAGNOLIA AVENUE
SUITE 103
ORLANDO, FL 32801

Incorporator Signature: GREGG M. YAWMAN

Article VII

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

Title: D
RUSSELL BLACK
427 N. MAGNOLIA AVENUE, #103
ORLANDO, FL. 32801

Title: C, D
KARL J KAISER
427 N. MAGNOLIA AVENUE, #103
ORLANDO, FL. 32801

Title: P, D
GREGG M YAWMAN
427 N. MAGNOLIA AVENUE, #103
ORLANDO, FL. 32801