

**Electronic Articles of Incorporation
For**

P04000026909
FILED
February 09, 2004
Sec. Of State

PAY UP, 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:

PAY UP, INC.

Article II

The principal place of business address:

3534 MACLAY BOULEVARD
#3
TALLAHASSEE, FL. US 32312

The mailing address of the corporation is:

3534 MACLAY BOULEVARD
#3
TALLAHASSEE, FL. US 32312

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:

100

Article V

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

CATHERINE HANKS
3534 MACLAY BOULEVARD
#3
TALLAHASSEE, FL. 32312

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

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Registered Agent Signature: CATHERINE HANKS

Article VI

The name and address of the incorporator is:

WILLIAM L. HANKS
1615 GREEN STREET
TALLAHASSEE, FLORIDA 32303

Incorporator Signature: WILLIAM L. HANKS

Article VII

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

Title: P
WILLIAM L HANKS
1615 GREEN STREET
TALLAHASSEE, FL. 32303 US

Title: VP
RANDAL D RICHARDSON
4560 SUNRAY PLACE
TALLAHASSEE, FL. 32309 US

Article VIII

The effective date for this corporation shall be:

02/10/2004