

**Electronic Articles of Incorporation
For**

P04000100984
FILED
July 06, 2004
Sec. Of State
thampton

XPONCARD, 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:

XPONCARD, INC.

Article II

The principal place of business address:

112 J STREET
2ND FLOOR
SACRAMENTO, CA. US 95814

The mailing address of the corporation is:

112 J STREET
2ND FLOOR
SACRAMENTO, CA. US 95814

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:

10,000

Article V

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

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL. 33324

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

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Registered Agent Signature: DEREK WHIPPLE

Article VI

The name and address of the incorporator is:

FINN MARTENSEN
112 J STREET, 2ND FLOOR
SACRAMENTO, CA 95814

Incorporator Signature: FINN MARTENSEN