

Electronic Articles of Incorporation For

**P05000080357
FILED
June 03, 2005
Sec. Of State
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INTERNATIONAL PAYMENT TECHNOLOGIES, 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:

INTERNATIONAL PAYMENT TECHNOLOGIES, INC.

Article II

The principal place of business address:

1000 SOUTHPOINT DRIVE
TH-A10
MIAMI BEACH, FL. 33139

The mailing address of the corporation is:

1000 SOUTHPOINT DRIVE
TH-A10
MIAMI BEACH, FL. 33139

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:

100,000,000

Article V

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

THOMAS F PIERSON
2501 E COMMERCIAL BLVD
STE 212
FORT LAUDERDALE, FL. 33308

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

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Registered Agent Signature: THOMAS F. PIERSON

Article VI

The name and address of the incorporator is:

DAVID JAMES CURD
1000 SOUTHPOINT DRIVE
TH-A10
MIAMI BEACH, FL 33139

Incorporator Signature: DAVID JAMES CURD

Article VII

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

Title: PRES
DAVID J CURD
1000 SOUTHPOINT DRIVE TH-A10
MIAMI BEACH, FL. 33139

Title: SEC
DAVID OVER
1000 SOUTHPOINT DRIVE TH-A10
MIAMI BEACH, FL. 33139

Title: DIR
DAVID J CURD
1000 SOUTHPOINT DRIVE TH-A10
MIAMI BEACH, FL. 33139