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CORPORATION NAME(S) & DOCUM	-	
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2. (Corporation Name)	(Document #)	
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NEW FILINGS	<u>AMENDMENTS</u>	
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	·-
OTHER FILINGS	REGISTRATION/QUALIFICATION	
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	
CR2E031(7/97)	Examiner's Initials	

FILED

ARTICLES OF INCORPORATION

2005 JUL 25 PM 4: 08

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

PRO PAY OF SOUTHERN FLORIDA 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

The name of the corporation is:

PRO PAY OF SOUTHERN FLORIDA INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The aggregate number of shares that this corporation shall have authority to issue shall be Two Hundred (200) Common shares, all of which shall be without par value.

ARTICLE IV

The street address of the initial registered office of this corporation shall be 5465 Monterey Circle, #13, Delray Beach, Florida 33484, and the name of the initial registered agent of this corporation at such address is Terry L. Ehrlich.

ARTICLE V

The principal place of business and mailing address of this corporation shall be 5465 Monterey Circle, #13, Delray Beach, Florida 33484.

The undersigned incorporator has executed these Articles of Incorporation this 11th day of July, 2005.

Fred Larison

307 Hamilton Street

Albany, New York 12210

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

In compliance with the provisions of Section 607.0501, Florida Statutes, PRO PAY OF SOUTHERN FLORIDA INC., 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.

FIRST:

The name of the corporation is:

PRO PAY OF SOUTH FLORIDA INC.

SECOND:

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

Terry L. Ehrlich 5465 Monterey Circle #13 Delray Beach, Florida 33484

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 15 day of July, 2005

Terry L. Ehrlich