

**Electronic Articles of Incorporation  
For**

P06000141822  
FILED  
November 09, 2006  
Sec. Of State  
thampton

SHOP & PAY ONLINE MANAGEMENT, 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:

SHOP & PAY ONLINE MANAGEMENT, INC.

**Article II**

The principal place of business address:

111 SW 5TH AVENUE  
SUITE 104  
MIAMI, FL. US 33130

The mailing address of the corporation is:

111 SW 5TH AVENUE  
SUITE 104  
MIAMI, FL. US 33130

**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:

1000

**Article V**

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

RICHARD SIEGMEISTER  
111 SW 5TH AVENUE  
SUITE 104  
MIAMI, FL. 33130

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

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Registered Agent Signature: RICHARD SIEGMEISTER

### **Article VI**

The name and address of the incorporator is:

SCOTT E ITKIN  
3389 SHERIDAN STREET  
SUITE 564  
HOLLYWOOD, FL 33021

Incorporator Signature: SCOTT E ITKIN

### **Article VII**

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

Title: P  
MATTHEW PETRUCCELLI  
111 SW 5TH AVENUE, SUITE 104  
MIAMI, FL. 33130 US