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FLORIDA PROFIT/NON PROFIT CORPORATION

Pacific Pay Systems, Inc.

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January 26, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations
CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: PACIFIC PAY SYSTEMS, INC.
REF: W07000004466

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Pacific Pay Systems, Inc.

Article II. Address

The street and mailing address of the Corporation's initial principal office is:
Pacific Pay Systems, Inc.
490 Sawgrass Corporate Parkway, Suite 210B
Sunrise FL 33325

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Rene Navarro, Esq.
2929 SW 3rd Avenue
Suite 210
Miami FL 33129

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Robert Montano
Gina Rodriguez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Rene Navarro, P.A.
2929 SW 3rd Avenue
Suite 210
Miami FL 33129
305-860-5393

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

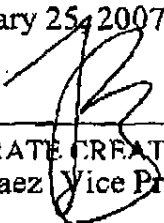
The name and address of the incorporator is:

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 25, 2007.

The undersigned incorporator executed these Articles of Incorporation on January 25, 2007.



CORPORATE CREATIONS INTERNATIONAL INC.
Taide Baez Vice President

Rene Navarro, P.A.
2929 SW 3rd Avenue
Suite 210
Miami FL 33129
305-860-5393

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Pacific Pay Systems, Inc.

REGISTERED AGENT/OFFICE:

Rene Navarro, Esq.
2929 SW 3rd Avenue
Suite 210
Miami FL 33129

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



RENE NAVARRO, ESQ.

by T. Baez as attorney-in-fact

Date: 1/25/2007.

Rene Navarro, P.A.
2929 SW 3rd Avenue
Suite 210
Miami FL 33129
305-860-5393

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