

**Electronic Articles of Incorporation
For**

P08000042936
FILED
April 29, 2008
Sec. Of State
bmcknight

VIRTUAL PAY 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:

VIRTUAL PAY INC.

Article II

The principal place of business address:

1152 N. UNIVERSITY DRIVE
SUITE 301
PEMBROKE PINES, FL. US 33024

The mailing address of the corporation is:

1152 N. UNIVERSITY DRIVE
SUITE 301
PEMBROKE PINES, FL. US 33024

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

Article V

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

ROHAN G CRICHTON
1152 N. UNIVERSITY DRIVE
SUITE 301
PEMBROKE PINES, FL. 33024

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

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Registered Agent Signature: ROHAN G. CRICHTON

Article VI

The name and address of the incorporator is:

DAWN STIMPSON
1152 N. UNIVERSITY DRIVE
SUITE 301
PEMBROKE PINES, FL 33024

Incorporator Signature: DAWN STIMPSON

Article VII

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

Title: D
WAYNE EBANKS
1152 N. UNIVERSITY DRIVE, SUITE 301
PEMBROKE PINES, FL. 33024 US

Title: D
RONALD STEPHENSON
1152 N. UNIVERSITY DRIVE, SUITE 301
PEMBROKE PINES, FL. 33024 US