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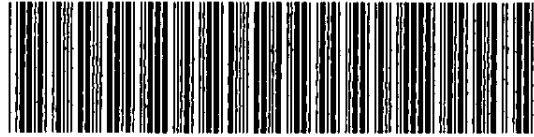
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08 JUN 25 PM 3:28

APPROVED  
AND  
FILED

6m / 125/08

**DAVID C. LEVENREICH**  
**ATTORNEY AND COUNSELOR AT LAW**

ALSO ADMITTED TO  
PRACTICE IN  
THE STATE OF TEXAS

406 SOUTH PROSPECT AVENUE  
CLEARWATER, FLORIDA 33756

TELEPHONE: (727) 441-8485  
FACSIMILE: (727) 441-4558  
E-MAIL: dclevenreich@yahoo.com

June 24, 2008

**VIA DHL OVERNIGHT DELIVERY**

Department of State  
Division of Corporations / Corporate Filings  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Evolution Payment Services, Inc.

Dear Division of Corporations:

Enclosed please find an **original** and one (1) copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$78.75 made payable to "Florida Department of State" to cover the filing fee as follows:

\$35.00 -	Filing Fee
\$ 8.75 -	Certified Copy
<u>\$35.00 -</u>	Registered Agent Designation
<b>\$78.75 -</b>	<b>Total</b>

Please return the certified copy of these Articles of Incorporation to me at the above address. Thank you for your assistance in this matter.

Very truly yours,

David C. Levenreich

DCL/gab  
Enclosures

cc: Daphne K. Walker, w/copy of enclosures  
Jeff Thom, w/copy of enclosures

**ARTICLES OF INCORPORATION OF  
EVOLUTION PAYMENT SERVICES, INC.**

**ARTICLE I - Name**

The name of this corporation is EVOLUTION PAYMENT SERVICES, INC.

**ARTICLE II - Street Address and Mailing Address**

The street address of this corporation is 1725 5th Street North, #1, St. Petersburg, Florida 33704.

The mailing address of this corporation is 1725 5th Street North, #1, St. Petersburg, Florida 33704.

**ARTICLE III - Duration**

This corporation shall have perpetual existence.

**ARTICLE IV - Purpose**

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

**ARTICLE V - Capital Stock**

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

**ARTICLE VI - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 406 South Prospect Avenue, Clearwater, Florida, 33756, and the name of the initial registered agent of this corporation at that address is David C. Levenreich, Esquire.

**ARTICLE VII - Initial Board of Directors**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Daphne K. Walker	1725 5th Street North, #1 St. Petersburg, Florida 33704
Jeff Thom	1980 Wacassassa Street Tarpon Springs, Florida 34689

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ARTICLE VIII - Incorporator

The name and address of the person signing these Articles is Daphne K. Walker, 1725 5th Street North, #1, St. Petersburg, Florida 33704.

ARTICLE IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of June, 2008.

  
\_\_\_\_\_  
DAPHNE K. WALKER

STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

The foregoing instrument was acknowledged before me this 24th day of June, 2008, by DAPHNE K. WALKER, who is personally known to me or who has produced FLORIDA DRIVER'S LICENSE as identification.



GLORIA ANN BLACKBURN  
MY COMMISSION # DD 433458  
EXPIRES: July 14, 2009  
Bonded Thru Budget Notary Services

  
\_\_\_\_\_  
Print Name of Notary Gloria Ann Blackburn

Notary Public - State of Florida

Commission No.

My Commission Expires:

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA**

Pursuant to Section 48.091, Florida Statutes, EVOLUTION PAYMENT SERVICES, INC., desiring to organize under the laws of the State of Florida, hereby designates David C. Levenreich, Esquire, located at 406 South Prospect Avenue, Clearwater, Florida, 33756, as its registered agent to accept service of process within the State of Florida.

**ACCEPTANCE OF DESIGNATION**

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process.

  
\_\_\_\_\_  
DAVID C. LEVENREICH, ESQUIRE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED