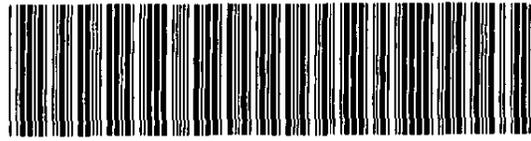


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August 20, 2008

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Subject: **Charge Notification Services Corporation, Inc.**

Enclosed are an original and one copy of the articles of incorporation, and a check for:

\$ 78.75 (filing fee, certificate of status).

From: Werner H. Stemer
Lerner Greenberg Stemer LLP
2445 Hollywood Blvd.
Hollywood, Florida 33020

Tel.: 954-925-1100
Fax: 954-925-1101


Werner H. Stemer
Date Aug. 20, 2008

Enclosures: Articles of Incorporation and copy
Check \$ 78.75

ARTICLES OF INCORPORATION
(Chapter 607 and/or Chapter 621, F.S. (Profit))

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TALLAHASSEE, FLORIDA

- Art. 1. The name of the corporation shall be: **Charge Notification Services Corporation, Inc.**
- Art. 2. The effective date of incorporation shall be: **August 25, 2008.**
- Art. 3. The principal street address and mailing address shall be:
2445 Hollywood Blvd.
Hollywood, Florida 33020
- Art. 4. The purpose of the corporation is to engage in **any and all lawful business** for which a corporation may be organized under the laws of the State of Florida.
- Art. 5. The corporation is authorized to issue **2000** (two thousand) shares of stock and to issue any of four classes of stock, namely:
- a) **Series A Preferred:** non-voting, except pro-rata vote on issuance of additional preferred shares; full priority and preference over all other stock on liquidation; non-cumulative; redeemable at discretion of corporation at 3-year anniversary of incorporation and continuously thereafter
 - b) **Series B Preferred:** non-voting, except pro-rata vote on issuance of additional preferred shares; equal dividend rights with common shares; non-convertible, non-cumulative; redeemable at discretion of corporation at 3-year anniversary of incorporation and continuously thereafter.
 - c) **Series C Preferred:** non-voting, except pro-rata vote on issuance of additional preferred shares; equal dividend rights with common shares; non-convertible, non-cumulative; redeemable at discretion of corporation at 5-year anniversary of incorporation and continuously thereafter.
 - d) **Common shares:** voting shares.
- Art. 6. The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.
- Art. 7. The name and address in the State of Florida of the **registered agent** is:
Werner H. Stemer, 2445 Hollywood Blvd., Hollywood, FL 33020
- Art. 8. The name and address of the **Incorporator** is:
Werner H. Stemer, 2445 Hollywood Blvd., Hollywood, FL 33020

Dated: August 20, 2008



Werner H. Stemer, Registered Agent
2445 Hollywood Blvd.
Hollywood, FL 33020

Dated: August 20, 2008



Werner H. Stemer, Incorporator
2445 Hollywood Blvd.
Hollywood, FL 33020