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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : AGENTS AND CORPORATIONS, INC
Account Number : I20010000112
Phone : (302) 575-0875
Fax Number : (302) 575-0925

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DEPARTMENT OF STATE
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FLORIDA PROFIT/NON PROFIT CORPORATION

TSpay Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MRS. [Signature]

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ARTICLES OF INCORPORATION
OF
TSpay Inc.

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In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

SECRETARY OF STATE
TALLAHASSEE FLORIDAARTICLE I NAME

The name of the corporation shall be: TSpay Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is: 97 Shoreline Dr., Gulf Breeze, FL 32561.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock authorized to issue 1,500 shares of no par common voting stock.

ARTICLE V REGISTERED AGENT

The name and Florida street address of the registered agent is William F. Van Camp 97 Shoreline Drive Gulf Breeze, FL 32561

ARTICLE VI INCORPORATOR

The name and address of the Incorporator is: David N. Williams, Esq., 300 Fifth Avenue South, Suite 101-330, Naples, FL 34102.

ARTICLE VII OFFICERS/DIRECTORSThe name and address of the Officer/Director is:
William F. Van Camp - Director/President
Jason C. Godin - Director/Treasurer
97 Shoreline Dr., Gulf Breeze, FL 32561

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept appointment as registered agent and agree to act in this capacity

TSpay, Inc. Registered Agent

By: [Signature]
William F. Van Camp, PresidentDate 6/4/09[Signature]
Signature/Incorporator, David N. WilliamsDate 6/7/09