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Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
FACEBOOK PAYMENTS INC.

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
FACEBOOK PAYMENTS INC.**

ARTICLE I - NAME

The name of the corporation is: Facebook Payments Inc. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the principal office and mailing address of the Corporation is 1601 South California Avenue, Palo Alto, California 94304.

ARTICLE III - CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock, all of which shall be of the par value of \$0.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1201 Hays Street, Leon County, Tallahassee, Florida, 32301, and the name of its initial registered agent at such address is Corporation Service Company.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be three and the names and addresses of such persons who are to serve as members thereof are:

NAME	ADDRESS
Ted Ullyot	1601 South California Avenue, Palo Alto, California 94304
David Ebersman	1601 South California Avenue, Palo Alto, California 94304
Dan Rose	1601 South California Avenue, Palo Alto, California 94304

ARTICLE VI - INCORPORATOR

The name and address of the sole Incorporator of the Corporation is as follows: Douglas H. Shaver, 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

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ARTICLE VII - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE VIII - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IX - COMMENCEMENT

This Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of the Corporation to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1st day of December, 2010.



Douglas H. Shaver,
Incorporator

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Dec. 10. 2010 10:24AM

No. 1154 P. 4
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:
Facebook Payments Inc.
2. The name and address of the registered agent and office are:
**Corporation Service Company
1201 Hays Street
Leon County
Tallahassee, Florida 32301**

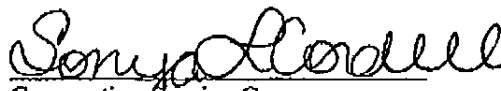
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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

December 9, 2010.


Corporation Service Company,
Registered Agent
Sonya L. Cordell
Assistant VP