

**Electronic Articles of Incorporation
For**

P13000008766
FILED
January 25, 2013
Sec. Of State
jshivers

AFFILIATED PAYMENT SYSTEMS, 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:

AFFILIATED PAYMENT SYSTEMS, INC.

Article II

The principal place of business address:

2060 SUNSET POINT RD.
#52
CLEARWATER, FL. US 33765

The mailing address of the corporation is:

4976 WAWONA STREET
LOS ANGELES, CA. US 90041

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:

10,000

Article V

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

WALTER H CARLETON
2060 SUNSET POINT RD.
#52
CLEARWATER, FL. 33765

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

Registered Agent Signature: WALTER CARLETON

Article VI

The name and address of the incorporator is:

SHELLI MARTINEZ
249 N. BRAND BLVD.
#316
GLENDALE, CA 91203

Electronic Signature of Incorporator: SHELLI MARTINEZ

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
WALTER H CARLETON
4976 WAWONA STREET
LOS ANGELES, CA. 90041 US

Title: SEC
DIANA CARLETON
4976 WAWONA STREET
LOS ANGELES, CA. 90041 US

Title: CFO
WALTER H CARLETON
4976 WAWONA STREET
LOS ANGELES, CA. 90041 US

Article VIII

The effective date for this corporation shall be:

01/25/2013