2005 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P9200000017

Entity Name: PAYMENT SYSTEMS, INC.

FILED Apr 19, 2005 Secretary of State

Current Principal Place of Business:	New Principal Place of Business:
--------------------------------------	----------------------------------

4301 ANCHOR PLAZA

SUITE 300

TAMPA, FL 33634 **Current Mailing Address:**

New Mailing Address:

2700 OREGON ROAD

NORTHWOOD, OH 43619

2700 OREGON ROAD 1385 ENTERPRISE DRIVE NORTHWOOD, OH 43619 US WEST CHESTER, PA 19380

FEI Number: 59-3151030 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

Name and Address of New Registered Agent:

CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE, FL 32301 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

Title:

Name:

SIGNATURE:

Electronic Signature of Registered Agent

Date

US

US

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

(X) Change () Addition

Title: () Delete LIPPNER, WILLIAM Name: 2 PICKWICK PLAZA Address:

City-St-Zip: GREENWICH, CT 06830

DTV Title: () Delete Name: HEALEY, PATRICK 2 PICKWICK PLAZA Address: GREENWICH, CT 06830

() Delete Title: CFO TSAVARIS, MICHAEL Name: 2 PICKWICK PLAZA Address: City-St-Zip: GREENWICH, CT 06830

() Delete Title: WGC SMITH, VERONICA Name: Address: 2700 OREGON ROAD City-St-Zip: NORTHWOOD, OH 43619

Title: () Delete

Name: Address: City-St-Zip:

City-St-Zip:

FREEMAN, KENNETH 100 PARK AVENUE, 4TH FL. Address: City-St-Zip: NEW YORK, NY 10017

Title: (X) Change () Addition

Name: CORLESS, DAVID

100 PARK AVENUE, 4TH FL. Address: NEW YORK, NY 10017 City-St-Zip:

Title: (X) Change () Addition

HARDING, JON Name: 2700 OREGON ROAD Address: City-St-Zip: NORTHWOOD, OH 43619

Title: (X) Change () Addition

SLOTZNICK, MICHAEL Name: Address: 1385 ENTERPRISE DRIVE City-St-Zip: WEST CHESTER, PA 19380

Title: () Change (X) Addition

PIECHOWSKI, RICHARD Name: Address: 1385 ENTERPRISE DRIVE City-St-Zip: WEST CHESTER, PA 19380

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: RICHARD PIECHOWSKI Τ 04/19/2005