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Table 1			
TERRI GI Requ	estor's Name		
	Address		
Eustis, Fl. 32 City/State/Zi	2726 352-357-5881 p Phone #	Office Use Only	
CORPORATION N.	AME(S) & DOCUMENT NUM	BER(S), (if known):	
1. Bill Pay Corpor	ation Name) (Do	ocument #)	
2(Corpor	ation Name) (De	ocument #)	SECRET VISION O
3(Corpor	ration Name) (D	ocument #)	FILI OF CK
4. (Corpo	ration Name) (D	ocument #)	OF STAT
	Pick up time	Certified Copy Certificate of Status	ions 7
Mail out	Will wait Photocopy	Certificate of Status	
NEW FILINGS	AMENDMENTS.	9000025	!!!! { } } { 4******************************
Profit	Amendment		.50 ****122.50
NonProfit	Resignation of R.A., Officer/ Dir	ector	n
Limited Liability	Change of Registered Agent		. 98 R
Domestication	Dissolution/Withdrawal		
Other	Merger	An army and a series of the se	4 b m
OTHER FILINGS Annual Report	REGISTRATION/ QUALIFICATION	Total of the control	, ^e
Fictitious Name	Foreign		
Name Reservation	Limited Partnership		
Triming Account to the	Reinstatement		
	Trademark		
	Other		\mathcal{A}
		Examiner's Initials	10 12

CR2E031(1/95)

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BILLPAY USA INC.



The principal place of business and mailing address of this corporation shall be:

137 WEST CHESLEY AVE. Eustis, florida - 32726

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

TWO MILLION SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

DONNA DAUGHERTY

137 WEST CHESLEY AVE.

EUSTIS, FLORIDA - 32726

ARTICLE V <u>INCORPORATOR</u>

The name and address of the incorporator to these Articles of Incorporation are:

DONNA DAUGHERTY 137 WEST CHESLEY AVE. EUSTIS, FLORIDA - 32726

Signature/Incorporator

<u>le | 10 (98</u>

Date

(An additional article must be added if an effective date is requested.)

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

Signature/Registered Agent

6/10/98

Date

BILLPAY USA INC. 137 WEST CHESLEY AVE. EUSTIS, FLORIDA - 32726

The power of the incorporator are to determine upon filing of the certificate of incorporation, and the name(s) and mailing address(es) of the persons who are to serve as director(s) until the first annual meeting of stockholders or until their successors are elected and qualify are as follow:

GERALD RAILSBACK 137 WEST CHESLEY AVE. EUSTIS, FL. 32726
SARAH RAILSBACK 137 WEST CHESLEY AVE. EUSTIS, FL. 32726
DONNA DAUGHERTY 137 WEST CHESLEY AVE. EUSTIS, FL. 32726
JIM DAUGHERTY 137 WEST CHESLEY AVE. EUSTIS, FL. 32726
TERRI GILL 137 WEST CHESLEY AVE. EUSTIS, FL. 32726