

FROM : F. GUTTA, CPA
Division of Corporations

PHONE NO. : 954 452 8359

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

PAY SMART AMERICA, INC.

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| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 01 |
| Estimated Charge | \$78.75 |

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**ARTICLES OF INCORPORATION
OF
PAY SMART AMERICA, INC.**

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be:

PAY SMART AMERICA, INC.

The principal place of business of this corporation shall be 1500 W. CYPRESS CREEK ROAD # 407, FT. LAUDERDALE, FLORIDA 33309.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1500 W. CYPRESS CREEK ROAD # 407, FT. LAUDERDALE, FLORIDA 33309. The name of the initial registered agent of the corporation at that address is MOHAMMED A. MARKATIA.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

Prepared by:
F. Gutta C.P.A.
300 N.W. 82 Avenue
Plantation, Florida 33324
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ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officers/directors, initially. The name and street address of the initial officer/director who shall hold office for the first year of the corporation and every year thereafter until their successors are elected or appointed is:

MOHAMMED A. MARKATIA - PRESIDENT / DIRECTOR
1500 W. CYPRESS CREEK ROAD # 407
FT. LAUDERDALE, FLORIDA 33309

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these articles of incorporation is:

MOHAMMED A. MARKATIA
1500 W. CYPRESS CREEK ROAD # 407
FT. LAUDERDALE, FLORIDA 33309

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 16th day of March, 1999.


MOHAMMED A. MARKATIA - SUBSCRIBER

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


MOHAMMED A. MARKATIA - REGISTERED AGENT

Prepared by:
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