

STATE OF ALABAMA

DOMESTIC FOR-PROFIT CORPORATION  
ARTICLES OF INCORPORATION GUIDELINES

INSTRUCTIONS:

STEP 1: CONTACT THE OFFICE OF THE SECRETARY OF STATE AT (334)242-5324 TO RESERVE A CORPORATE NAME.  
STEP 2: TO INCORPORATE, FILE THE ORIGINAL, TWO COPIES OF THE ARTICLES OF INCORPORATION AND THE CERTIFICATE OF NAME RESERVATION IN THE COUNTY WHERE THE CORPORATION'S REGISTERED OFFICE IS LOCATED. THE SECRETARY OF STATE'S FILING FEE IS \$40. PLEASE CONTACT THE JUDGE OF PROBATE TO VERIFY FILING FEES.

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

*Article I* The name of the corporation: **ExactPay, Inc.**

*Article II* The duration of the corporation is "perpetual" unless otherwise stated.

*Article III* The corporation has been organized for the following purpose(s):  
**The transaction of any or all lawful businesses for which corporations may be incorporated under the Alabama Business Corporation Act.**

*Article IV* The number of shares which the corporation shall have the authority to issue is **1,000**.

*Article V* The street address (NO PO BOX) of the registered office: **4000 Eagle Point Corporate Drive, Birmingham, AL 35242**, and the name of the registered agent at that office: **Jack Pat Patrick**.

*Article VI* The name(s) and address(es) of the Director(s):  
**W. Perry Cronin**  
**3125 Green Valley Road, Suite 200**  
**Birmingham, AL 35243**

*Article VII* The name(s) and address(es) of the Incorporator(s):  
**W. Perry Cronin**  
**3125 Green Valley Road, Suite 200**  
**Birmingham, AL 35243**

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the corporation or for the restriction of the transfer of shares may be added.

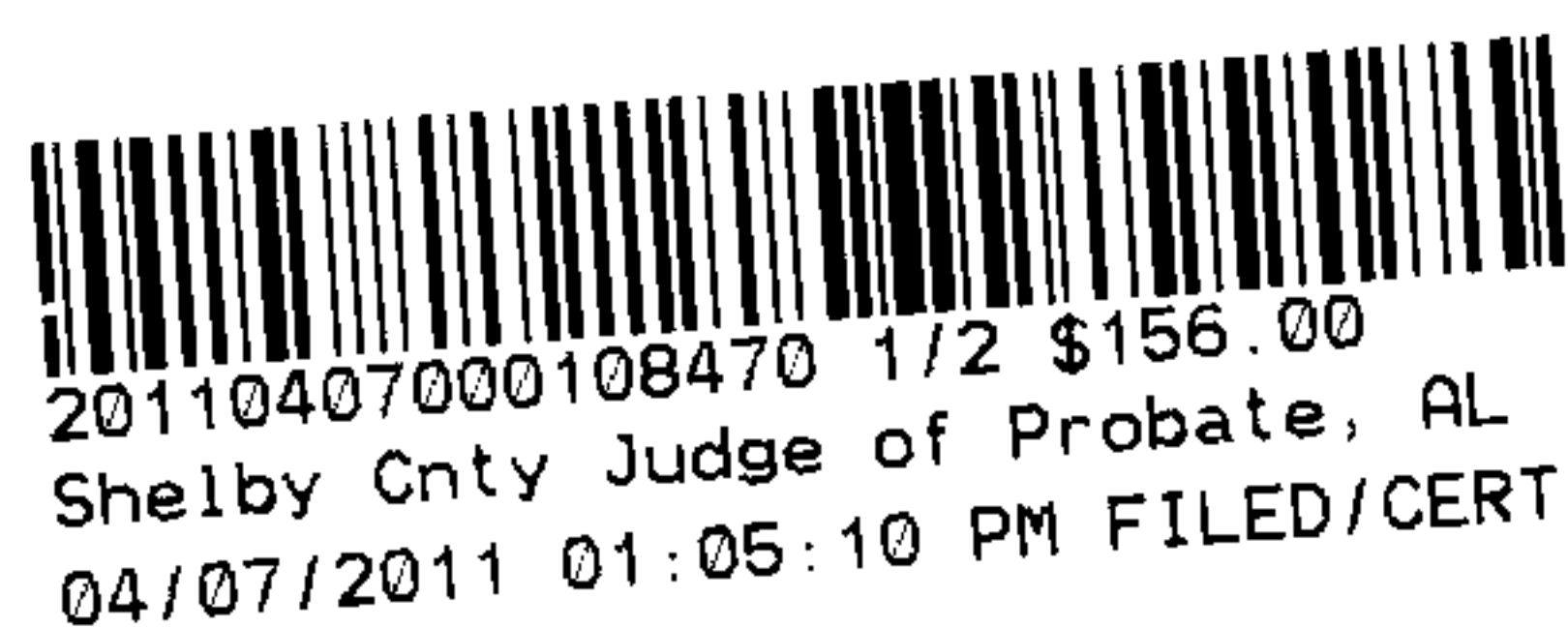
IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this the day of

THIS DOCUMENT PREPARED BY:

W. Perry Cronin

Type or Print Name of  
Incorporator

  
Signature of Incorporator



Beth Chapman  
Secretary of State

20110407000108470 2/2 \$156.00  
Shelby Cnty Judge of Probate, AL  
04/07/2011 01:05:10 PM FILED/CERT

P.O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

**ExactPay, Inc.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of W Perry Cronin, 3125 Green Valley Road Ste 200, Birmingham, AL 35243 for a period of one hundred twenty days beginning December 7, 2010 and expiring April 7, 2011.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

December 7, 2010

Date

*Beth Chapman* TM

Beth Chapman

Secretary of State