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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Obopay, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Naomi Kuhn
(Name of Person)

Obopay, Inc.
(Firm/Company)

275 Shoreline Drive, Suite 600
(Address)

Redwood City, CA 94065
(City/State and Zip code)

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For further information concerning this matter, please call:

Naomi Kuhn at (650) 264-2023
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Obopay, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 73-1732408

(FEI number, if applicable)

4. March 28, 2005

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. March 31, 2007

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 275 Shoreline Drive, Suite 600, Redwood City, CA 94065

(Principal office address)

275 Shoreline Drive, Suite 600, Redwood City, CA 94065

(Current mailing address)

8. mobile payment services

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

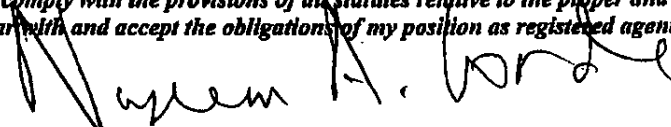
Plantation, Florida 33324

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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NASEEM A. CONDE
SPECIAL ASST. SECRETARY

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Carol Realini
Address: 275 Shoreline Drive, Suite 600, Redwood City, CA 94065

Vice Chairman: Susan Mason
Address: 2400 Sand Hill Road, Suite 150, Menlo Park, CA 94025

Director: Allen Beasley
Address: 3000 Sand Hill Road, Bldg. 2, Suite 290, Menlo Park, CA 94025

Director: Peter Kellner
Address: 645 Madison Avenue, 20th Floor, New York, NY 10022

B. OFFICERS

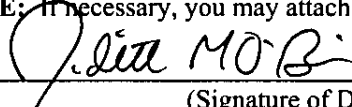
President: Carol Realini
Address: 275 Shoreline Drive, Suite 600, Redwood City, CA 94065

Vice President: H. David Johnson
Address: 275 Shoreline Drive, Suite 600, Redwood City, CA 94065

Secretary: Judith M. O'Brien
Address: 275 Shoreline Drive, Suite 600, Redwood City, CA 94065

Treasurer: Christopher Martin
Address: 275 Shoreline Drive, Suite 600, Redwood City, CA 94065

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Judith M. O'Brien, EVP, General Counsel and Secretary
(Typed or printed name and capacity of person signing application)

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OBOPAY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF JUNE, A.D. 2007.

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TALLAHASSEE, FLORIDA

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5781979

DATE: 06-21-07