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March 16, 1998

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

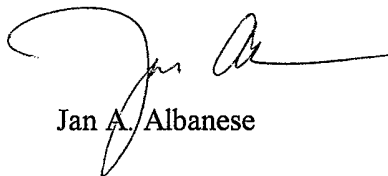
Re: Consumer Credit Counseling Services of Florida, Inc.
Articles of Voluntary Dissolution of Corporation

Dear Sir or Madam:

Enclosed for filing is an original Articles of Voluntary Dissolution of Corporation concerning the above-referenced non-profit corporation. Also enclosed is a copy of the Articles of Dissolution which we request that you certify and return to us in the enclosed Federal Express mailer. Enclosed are two checks, each made payable to "Florida Department of State", representing the filing fee for the Articles of Dissolution (\$35.00) and the certification fee (\$52.50).

Thank you for your assistance with this matter.

Very truly yours,


Jan A. Albanese

JAA/ab
Enclosures

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-03/17/98--01055--004
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FILED
98 MAR 17 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
VOID DIS/INACTIVE
JRC 3/19

ARTICLES OF VOLUNTARY DISSOLUTION
OF CORPORATION

FILED
98 MAR 17 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as Directors of CONSUMER CREDIT COUNSELING SERVICES OF FLORIDA, INC., a non-profit corporation organized under the laws of the State of Florida, does hereby, for the purpose of complying with the provisions of Chapter 617.1403 of the Florida Statutes in relation to the voluntary dissolution of corporations, make and attest this Certificate for Dissolution and certify as follows:

1. The name of the corporation is CONSUMER CREDIT COUNSELING SERVICES OF FLORIDA, INC. (hereinafter, the "Corporation").
2. The Articles of Incorporation of the Corporation were filed in the office of the Florida Secretary of State on April 9, 1975.
3. The Corporation has ceased to conduct its affairs.
4. All debts, obligations and liabilities of the Corporation have been paid or discharged.
5. The Corporation elected to voluntarily dissolve on November 21, 1997.
6. The names and post office addresses of the Directors of the Corporation are as follows:

Name

Address

Thomas E. Yost

3670 Maguire Blvd., Suite 103
Orlando, Florida 32803

Patricia Nurse

801 West Bay Drive, Suite 313
Largo, Florida 33770

Dawn Lockhart

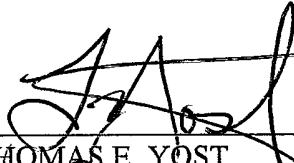
1639 Atlantic Blvd.
Jacksonville, Florida 32207

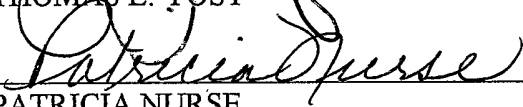
7. There are no actions pending against the Corporation in any court.
8. The members of the Corporation unanimously voted to approve the Board of Directors' resolution to dissolve the Corporation on November 21, 1997.
9. The Board of Directors of the Corporation authorized the dissolution by the adoption of the following resolution, pursuant to Section 617.1402, Florida Statutes:

RESOLVED, That in the judgment of the Directors, it is deemed desirable and advisable to dissolve this Corporation forthwith in the manner prescribed by Chapter 617 of the Florida Statutes.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

WHEREFORE, the Directors have made and executed this Certificate as of the 21st day of November, 1997, at Orlando, Florida.



THOMAS E. YOST


PATRICIA NURSE

DAWN LOCKHART

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME personally appeared THOMAS E. YOST, who is personally known to me or who produced a valid driver's license as identification, and who executed the foregoing instrument as a Director of CONSUMER CREDIT COUNSELING SERVICES OF FLORIDA, INC., a Florida corporation, and acknowledged to and before me that he executed this instrument in his capacity as a Director of said corporation and that this instrument is the free act and deed of the corporation.

WITNESS my hand and official seal this 9th day of March, 1998.



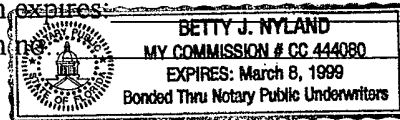
Notary Public; State of Florida
Print Name: Beverly A. White
My commission expires: April 7, 2000
My commission no.: CC 546000

STATE OF FLORIDA)
COUNTY OF Pinellas)

BEFORE ME personally appeared PATRICIA NURSE, who is personally known to me or who produced a valid driver's license as identification, and who executed the foregoing instrument as a Director of CONSUMER CREDIT COUNSELING SERVICES OF FLORIDA, INC., a Florida corporation, and acknowledged to and before me that she executed this instrument in her capacity as a Director of said corporation and that this instrument is the free act and deed of the corporation.

WITNESS my hand and official seal this 2nd day of February, 1998.

Betty J. Nyland
Notary Public, State of Florida
Print Name: _____
My commission expires: _____
My commission no.: _____



STATE OF FLORIDA)
COUNTY OF _____)

BEFORE ME personally appeared DAWN LOCKHART, who is personally known to me or who produced a valid driver's license as identification, and who executed the foregoing instrument as a Director of CONSUMER CREDIT COUNSELING SERVICES OF FLORIDA, INC., a Florida corporation, and acknowledged to and before me that she executed this instrument in her capacity as a Director of said corporation and that this instrument is the free act and deed of the corporation.

WITNESS my hand and official seal this _____ day of _____, 1998.

Notary Public, State of Florida
Print Name: _____
My commission expires: _____
My commission no.: _____

WHEREFORE, the Directors have made and executed this Certificate as of the 21st day of November, 1997, at Orlando, Florida.

THOMAS E. YOST

PATRICIA NURSE

Dawn Lockhart

DAWN LOCKHART

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME personally appeared THOMAS E. YOST, who is personally known to me or who produced a valid driver's license as identification, and who executed the foregoing instrument as a Director of CONSUMER CREDIT COUNSELING SERVICES OF FLORIDA, INC., a Florida corporation, and acknowledged to and before me that he executed this instrument in his capacity as a Director of said corporation and that this instrument is the free act and deed of the corporation.

WITNESS my hand and official seal this 21 day of February, 1998.

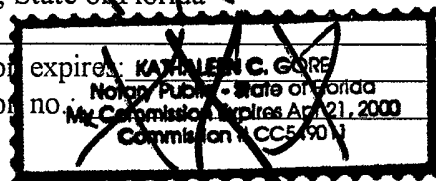
VOID
[Signature]

Notary Public; State of Florida

Print Name: _____

My commission expires: KATHLEEN C. GORE

My commission no. My Commission Expires April 21, 2000



STATE OF FLORIDA)
COUNTY OF _____)

BEFORE ME personally appeared PATRICIA NURSE, who is personally known to me or who produced a valid driver's license as identification, and who executed the foregoing instrument as a Director of CONSUMER CREDIT COUNSELING SERVICES OF FLORIDA, INC., a Florida corporation, and acknowledged to and before me that she executed this instrument in her capacity as a Director of said corporation and that this instrument is the free act and deed of the corporation.

WITNESS my hand and official seal this _____ day of _____, 1998.

Notary Public; State of Florida

Print Name: _____

My commission expires: _____

My commission no.: _____

STATE OF FLORIDA)
COUNTY OF _____)

BEFORE ME personally appeared DAWN LOCKHART, who is personally known to me or who produced a valid driver's license as identification, and who executed the foregoing instrument as a Director of CONSUMER CREDIT COUNSELING SERVICES OF FLORIDA, INC., a Florida corporation, and acknowledged to and before me that she executed this instrument in her capacity as a Director of said corporation and that this instrument is the free act and deed of the corporation.

WITNESS my hand and official seal this 5th day of February, 1998.

Notary Public; State of Florida

Print Name: _____

My commission expires: _____

My commission no.: _____

