766816

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amended & Restated

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articles

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AOR
3/17/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Hundred Club of the Palm Beaches, Inc.

DOCUMENT NUMBER: 766816

The enclosed ***Articles of Amendment*** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Thomas O. Katz
(Name of Contact Person)

Katz Baskies LLC
(Firm/ Company)

2255 Glades Road, Suite 240W
(Address)

Boca Raton, FL 33431
(City/ State and Zip Code)

thomas.katz@katzbaskies.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Thomas O. Katz at (561) 910-5700
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☑ $35 Filing Fee

☐ $43.75 Filing Fee & Certificate of Status

☐ $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

☐ $52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

KATZ BASKIES LLC

TRUSTS & ESTATES, TAX & BUSINESS LAW

March 14, 2011

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: The Hundred Club of the Palm Beaches, Inc.
Document Number: 766816

Dear Sir or Madam:

Enclosed herewith, please find our check in the amount of $35.00 along with the Articles of Amendment for the above referenced entity. Please file the Articles of Amendment and return a copy of the evidence of filing to our office in the enclosed Federal Express envelope.

Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

Thomas O. Katz

Thomas O. Katz

TOK/ljs
Encl.

IN ORDER TO AVOID DELAY, THIS WAS SIGNED IN MR. KATZ'S ABSENCE

2255 Glades Road, Suite 240 West, Boca Raton, FL 33431 • (561) 910-5700 • Fax: (561) 910-5701
thomas.katz@katzbaskies.com • www.katzbaskies.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF

THE HUNDRED CLUB OF THE PALM BEACHES, INC.
(A Not-For-Profit Corporation)

Pursuant to the provisions of section 617.1006, Florida Statutes, THE HUNDRED CLUB OF THE PALM BEACHES, INC. ("Corporation"), a corporation organized under the Florida Not-For-Profit Corporation Act, hereby adopts the following as The Amended and Restated Articles of Incorporation ("Articles of Incorporation") for the Corporation:

ARTICLE I

NAME AND ADDRESS

The name of the Corporation shall continue to be CONSOLIDATED CREDIT SOLUTIONS, INC. The principal office shall be 5701 West Sunrise Blvd., Fort Lauderdale, Florida 33313.

ARTICLE II

PURPOSE

The purposes of the Corporation are to operate exclusively as a charitable corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any later Federal tax laws (the "Code"), by providing assistance to individuals who are experiencing financial and debt-related difficulties. In furtherance of such purposes, the Corporation may, inter alia, provide (i) counseling on credit and budgeting matters; (ii) housing counseling, focusing on the issues faced by homeowners that are experiencing financial difficulties and individuals attempting to obtain credit to purchase a home; and (iii) distribution of credit and housing related educational information. The Corporation may engage in any lawful activity or transact any lawful business for which corporations may be incorporated under the Florida Not-For-Profit Corporation Act, not inconsistent with those exercisable by a corporation in conformance with Section 501(c)(3) of the Code. Moreover, all funds of the Corporation and any monies from its operation shall be used in the furtherance of the purposes set forth above, and no benefits shall inure to any private parties, except benefits incidental to the purposes and objectives of the Corporation. All powers exercised herein shall be in furtherance of the purposes set forth above and shall at all times be in conformance with the provisions of Section 501(c)(3) of the Code.

In furtherance of its corporate purpose, the Corporation shall have all the general powers enumerated in Chapter 617 of the Florida Statutes, as may hereafter be amended, together with the power to solicit grants and contributions for such purposes.

ARTICLE III

LIMITATIONS

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation, and reasonable reimbursements and compensation may be paid for services rendered to or for the Corporation affecting its purposes.

B. No substantial part of the activities of the Corporation shall be the carrying on of any propaganda, or otherwise attempting to influence legislation as defined in Section 4945 of the Code and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in Section 501(c)(3) of the Code, or cause it to lose such exempt status, carry on any activity not permitted to be carried on by a not-for-profit corporation, contributions to which are deductible under Section 170 (c)(2) of the Code, or carry on any activity not permitted to be carried on by a non-for-profit corporation organized under the laws of the State of Florida pursuant to the provisions of Florida law.

ARTICLE IV

REGISTERED AGENT

The name of the Registered Agent of this Corporation is Gary Herman, and the address of said Registered Agent is 5701 West Sunrise Blvd., Fort Lauderdale, FL 33313.

ARTICLE V

BYLAWS

Bylaws shall be adopted, altered, amended or repealed by majority vote of the Board of Directors and as provided in the Bylaws themselves. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation consistent with Florida law or the Articles of Incorporation.

ARTICLE VI

DISSOLUTION

In the event of dissolution or final liquidation of the Corporation, the Board shall perform all necessary acts required by Florida law. All of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed to such exempt organization or organizations under Section 501(c)(3) of the Code as the Board shall determine. In no event shall any of such assets or property be distributed to any Director, Officer or other private individual.

ARTICLE VII

MISCELLANEOUS

The Corporation shall have perpetual existence. The Corporation shall issue no shares of stock and shall have no shareholders.

IN WITNESS WHEREOF, the Board of Directors have adopted these Amended and Restated Articles of Incorporation effective as of this 8TH day of MARCH, 2011.

Gary Herman, President

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Gary Herman, hereby accept the appointment as the registered agent of CONSOLIDATED CREDIT SOLUTIONS, INC., as made in the foregoing Amended and Restated Articles of Incorporation.

Gary Herman, pres.

Gary Herman

Dated: MARCH 8, 2011

Articles of Amendment
to
Articles of Incorporation
of

The Hundred Club of the Palm Beaches, Inc.
(Name of Corporation as currently filed with the Florida Dept. of State)

766816
(Document Number of Corporation (if known)

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. **If amending name, enter the new name of the corporation:**

Consolidated Credit Solutions, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." "Company" or "Co." may not be used in the name.

B. **Enter new principal office address, if applicable:**
(Principal office address MUST BE A STREET ADDRESS)

5701 West Sunrise Blvd.
Ft. Lauderdale, FL 33313

C. **Enter new mailing address, if applicable:**
(Mailing address MAY BE A POST OFFICE BOX)

5701 West Sunrise Blvd.
Ft. Lauderdale, FL 33313

D. **If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent: Gary Herman

New Registered Office Address: 5701 West Sunrise Blvd. Suite 200
(Florida street address)

Ft. Lauderdale, Florida 33313
(City) *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Gary Herman
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

Title	Name	Address	Type of Action
	SEE ATTACHED SHEET		☐ Add ☐ Remove
	SEE ATTACHED SHEET		☐ Add ☐ Remove
	SEE ATTACHED SHEET		☐ Add ☐ Remove

E. **If amending or adding additional Articles, enter change(s) here:**
(*attach additional sheets, if necessary). (Be specific)*

See Attached Amended and Restated Articles of Incorporation

The date of each amendment(s) adoption: 3/8/11
(date of adoption is required)

Effective date if applicable: ____________________
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☑ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 3/8/11

Signature Gary Herman
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Gary Herman
(Typed or printed name of person signing)

President
(Title of person signing)

Amending Officers and/or Directors for The Hundred Club of the Palm Beaches, Inc.

REMOVE THE FOLLOWING DIRECTORS and OFFICERS:

James Miller 219 N. Dixie Highway Lake Worth, FL 33460	Director/President/Secretary
Lindsay Pierce 7676 S. Nemec Drive West Palm Beach, FL 33406	Director/Vice President/Treasurer
Richard Pierce 7676 S. Nemec Drive West Palm Beach, FL 33406	Director

ADD THE FOLLOWING DIRECTORS and OFFICERS:

Jeff Needle 5300 NW 33rd Ave Suite 206 Ft. Lauderdale, FL 33309	Director
Morey Goldberg 308 E. Lancaster Ave. Suite 300 Wynnewood, PA 19096-2145	Director
Steve Fischer 300 South Pine Island Rd. Suite 110 Plantation, FL 33324	Director
Gary Herman 5701 West Sunrise Blvd. Suite 200 Ft. Lauderdale, FL 33313	President
Hilton Sher 5701 West Sunrise Blvd. Suite 200 Ft. Lauderdale, FL 33313	Vice President / Treasurer
Romeo Librea 5701 West Sunrise Blvd Suite 200 Ft. Lauderdale, FL 33313	Secretary