

FD1000000344

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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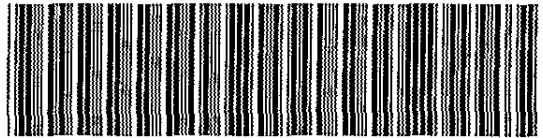
(Business Entity Name)

(Document Number)

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SECRET/STATE
TALLAHASSEE, FLORIDA

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T. Lewis 1/15/03

210 WEST PENNSYLVANIA AVENUE
TOWSON, MARYLAND 21204-4515
TELEPHONE 410 832-2000
FAX 410 832-2015

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TELEPHONE 703 836-5742
FAX 703 836-0265

M. CLOTHILDE DUFOUR
LEGAL ASSISTANT
DIRECT NUMBER
410 347-9481
cdufour@wtplaw.com

January 8, 2003

VIA FEDERAL EXPRESS

Florida Department of State
Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Accredited Bankruptcy Services, Inc. (F01000000344)

Dear Sir or Madam:

Enclosed please find the Application by Accredited Bankruptcy Services, Inc., a Delaware corporation, amending its application for authorization in Florida to reflect its name change in Delaware to "Be InCharge, Inc." A Certificate from the State of Delaware evidencing the amendment is enclosed, along with this firm's check for \$35.00 for the filing fee.

Please send notification of the enclosed name change to my attention at the above Baltimore address. Please call me at (410) 347-9481 if you have any questions.

Sincerely yours,



M. Clothilde Dufour
Legal Assistant

MCD:tlw
Enclosures

cc: Michael J. Schiano (W/ Enclosures)
Jonathan Z. May, Esquire (W/ Enclosures)
Corporation Service Company (W/ Enclosures)

1467419

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ACCREDITED BANKRUPTCY SERVICES, INC.
(Name of corporation)

DOCUMENT NUMBER: F01000000344

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

M. Clothilde Dufour, Legal Assistant

(Name of person)

Whiteford, Taylor & Preston L.L.P.

(Name of firm/company)

Seven St. Paul Street, Suite 1400

(Address)

Baltimore, Maryland 21202-1626

(City/state and zip code)

For further information concerning this matter, please call:

M. Clothilde Dufour

(Name of person)

at (410) 347-9481

(Area code & daytime telephone number)

Enclosed is a check for the following amount:



\$35.00 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
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F01000000344

(Document number of corporation (if known))

FILED
JAN -9 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Accredited Bankruptcy Services, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 01/19/2001
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/24/2002
5. Be InCharge, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
(New jurisdiction)

Michael J. Schiano
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Michael J. Schiano
(Typed or printed name)

1/2/03
(Date)

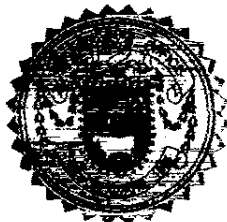
President
(Title)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "ACCREDITED BANKRUPTCY SERVICES, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BE INCHARGE, INC.", THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2002, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3334520 8320

AUTHENTICATION: 2181815

020796768

DATE: 01-02-03