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TRANSMITTAL LETTER

FILED
01 SEP 24 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: DEBTORUE, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000004575690--5
-09/07/01--01102--001
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: _____
Name (Printed or typed)

AMERIDEBT
a non-profit credit counseling organization
2703-B Gateway Drive
Pompano Beach, FL 33069

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Ed CASTOS
954-972-6233 x 1111

PS 9/24/07



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 13, 2001

AmeriDebt
2703-B Gateway Drive
Pompano Beach, FL 33069

SUBJECT: AMERIDEBT, INC.
Ref. Number: F98000002889

We have received your document for AMERIDEBT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We did not receive a document, just a registered agent acceptance. Please include your entire document with a copy of this letter.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 201A00051580

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**ARTICLES OF INCORPORATION
OF
DEBTSERVE, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

DEBTSERVE, INC..

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2703B Gateway Drive
Pompano Beach, FL 33069

ARTICLE III PURPOSES(S)

The specific purposes(s) for which the corporation is organized is (are):

To assist needy debtors in improving their finances through educating them as to better means of managing their money and seeking for them, if appropriate, an extension or other reorganization of their debts;

The corporation is organized exclusively for charitable, educational, religious, or scientific purposes, within the meaning of section 501(c)(3) of the internal revenue code (or corresponding section of any future Federal tax code.)

ARTICLE IV BOARD OF DIRECTORS

The manner in which the directors are elected or appointed is:

The first Board of Directors, consisting of individuals named by the incorporator, shall hold office until the first annual meeting of directors and until their successors have been elected and qualified. Thereafter, directors elected at the annual meeting of directors, and directors who are elected in the interim to fill vacancies and newly created directorships, shall hold office until the next annual meeting and until their successors have been elected and qualified. In the interim between annual meetings or of special meetings called for the election of directors, newly created directorships and any vacancies in the Board of Directors, including vacancies resulting from the removal of directors for cause or without cause, may be filled by the vote of the remaining directors then in office.

ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Mr. Edward Catsos
2703B Gateway Drive
Pompano Beach, FL 33069

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Mr. Edward Catsos
2703B Gateway Drive
Pompano Beach, FL 33069

ARTICLE VII ADDITIONAL PROVISIONS

The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and members:

- (a) The corporation shall not have members. The directors shall exercise all of the rights and powers of members.
- (b) Provisions regarding the distribution of assets upon dissolution are as follows: Upon the termination, dissolution, or winding up of the Corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation shall be distributed to, and only to, one or more organizations having either exclusively charitable, religious, scientific, or educational purposes and only for exempt purposes as described in Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code or to, or for, the use of the federal government or a state or local government exclusively for a public purpose.
- (c) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal

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Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.


Signature/Incorporator

Date



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


Signature/Registered Agent

Date

