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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

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Account Number : I19980000065
Phone : (954) 989-6333
Fax Number : (954) 989-7781


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

AMERICAN CREDIT ASSISTANCE, INC.



Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 11, 2001

AMERICAN CREDIT ASSISTANCE, INC.
10460 SW 123RD ST
MIAMI, FL 33176

SUBJECT: AMERICAN CREDIT ASSISTANCE, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT(P01000113145) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N01000008620 with the original file date of November 28, 2001.

Any annual reports/uniform business reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
RoseAnn Varnadore
Corporate Specialist Supervisor
New Filings Section

Letter number: 101A00065071

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ARTICLES OF INCORPORATION
OF
AMERICAN CREDIT ASSISTANCE, INC.

ARTICLE I - NAME

The name of this corporation is AMERICAN CREDIT ASSISTANCE, INC., a corporation not for profit.

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ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

10460 S. W. 123rd Street
Miami, Florida 33176

ARTICLE III - PURPOSE

To provide consumers with individual, confidential and professional credit counseling.

ARTICLE IV - QUALIFICATION OF MEMBERS

The qualifications for membership shall be determined in the By-Laws.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10460 S. W. 123rd Street, Miami, Florida 33176 and the name of the Initial registered agent of this corporation at the address is Marc Hirschberg.

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

MARC HIRSCHBERG, President
10460 S. W. 123rd Street
Miami, Florida 33176

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-laws but in no event shall be less than three (3). The names and addresses of the initial Board of Directors of this corporation are:

MARC HIRSCHBERG
10460 S. W. 123rd Street
Miami, Florida 33176

JAY SINGLETARY
10460 S. W. 123rd Street
Miami, Florida 33176

ANTONIO POLITRANO
10460 S. W. 123rd Street
Miami, Florida 33176

ARTICLE VIII - BOARD OF DIRECTORS ELECTION

The Board of Directors shall be elected by the membership at each annual meeting of the members.

ARTICLE IX - OFFICERS

The legal affairs of the corporation shall be managed by the officers who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the corporation shall serve until their respective successors in office shall be elected and duly qualified.

ARTICLE X - REVENUE

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, Directors, 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 III hereof. The corporation shall not in any

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way, directly or indirectly, carry on propaganda or otherwise attempt to influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statement or otherwise. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal Income Tax Under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

ARTICLE XI - DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned Incorporator has execute these Articles of Incorporation on the date of signing.



MARC HIRSCHBERG, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First, that AMERICAN CREDIT ASSISTANCE, INC., desiring to organize or qualify under the laws of the State of Florida, has named MARC HIRSCHBERG, located at 10460 S. W. 123rd Street, Miami, Florida 33176, as its agent to accept service of process within Florida.

DATED: _____

SIGNATURE: _____

TITLE: _____

DATE: _____

Having been named to accept service of process for the above-stated corporation, the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper performance of my duties, and I am familiar with and accept the obligations of my positions as registered agent.

DATED: _____



MARC HIRSCHBERG

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