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Florida Department of State

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION
FEDERATED FINANCIAL DEBT MANAGEMENT GROUP, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
FEDERATED FINANCIAL DEBT MANAGEMENT
GROUP, INC.**

THE UNDERSIGNED Incorporator(s), 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 :

**FEDERATED FINANCIAL DEBT MANAGEMENT
GROUP, INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
**3275 W. HILLSBORO BLVD. SUITE 207
DEERFIELD BEACH, FL 33442**

ARTICLE III PURPOSE(S)

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

FEDERATED FINANCIAL DEBT MANAGEMENT GROUP, INC. is organized exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purposes.

These Articles of Incorporation Prepared By:
Anthony G. Coleman, Jr., Esq.
3275 West Hillsboro Boulevard Suite 207
Deerfield Beach, Florida 33442
(954) 354-2785
Florida Bar Number 368563

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ARTICLE IV MANNER OF ELECTION OF DIRECTORS

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

The initial directors are to be appointed by the incorporator to these articles. The names and addresses of the initial Board of Directors are:

RITA MILLER

TED WEINTRAUB

ANDREW EISENBERG

3275 W. HILLSBORO BLVD. SUITE 207

DEERFIELD BEACH, FL 33442

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

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

ANTHONY G. COLEMAN, JR.

3275 W. HILLSBORO BLVD. SUITE 207

DEERFIELD BEACH, FL 33442

The undersigned has (have) executed these Articles of Incorporation this date:

JANUARY 4, 2002

ANTHONY G. COLEMAN, JR., Incorporator

ARTICLE VI INCORPORATOR

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

ANTHONY G. COLEMAN, JR.

3275 W. HILLSBORO BLVD. SUITE 207

DEERFIELD BEACH, FL 33442

SIGNATURE

TITLE:

INCORPORATOR

DATE:

JANUARY 4, 2002

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in 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.

Registered Agent

JANUARY 4, 2002

Date

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