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March 12, 2002

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

Re: NATIONAL CONSUMER CREDIT COUNSELING CORPORATION

Gentlemen:

Enclosed please find original Articles of Incorporation and one copy for the above referenced along with filing fee.

Please file the Articles and return a stamped copy.

Very truly yours,

Lawrence Presser



Enclosures/

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 MAR 14 PM 8:51

3-21-02  
WC

CHARTER  
OF  
NATIONAL CONSUMER CREDIT COUNSELING CORP.

ARTICLES OF INCORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 MAR 14 PM 8:51

FIRST: The name of the Corporation is NATIONAL CONSUMER CREDIT COUNSELING CORP.

SECOND: Said corporation is incorporated as a corporation not for profit under the provisions of Chapter 617, Florida Statutes.

THIRD: The principal office and post office address of the Corporation shall be 11225 Jasmine Hill Circle, Boca Raton, Florida 33498. The registered agent at such address shall be FRANK SANSALONE.

FOURTH: The purpose for which this Corporation is organized is to counsel consumers on matters regarding their credit, consolidate their debts, and all purposes incidental thereto.

FIFTH: The term for which this corporation is to exist is perpetual.

SIXTH: The affairs of the Corporation are to be managed by the following officers:

FRANK SANSALONE	President
MAE SANSALONE	Vice-President
TONI ANN SANSALONE	Secretary
FRANK SANSALONE	Treasurer

SEVENTH: The Officers who are to serve until the first election of the Directors are as follows:

FRANK SANSALONE	President
MAE SANSALONE	Vice-President
TONI ANN SANSALONE	Secretary
FRANK SANSALONE	Treasurer

The first regular meeting of the Members of the Corporation for the election of Directors shall be held as required by the By-Laws. Annual meetings shall be held commencing on the first Tuesday in February which follows the first meeting of members at which they elect any Directors as provided in the By-Laws. The Directors elected at the first annual meeting and at each subsequent annual meetings of the Members shall elect Officers of the Corporation who will hold office until the next annual meeting of the Board of the Directors, or until the successors are elected and qualified.

EIGHTH: This Corporation shall be governed by a Board of Directors consisting of three (3) persons, and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Members are as follows:

FRANK SANSALONE	11225 Jasmine Hill Circle Boca Raton, FL 33498
MAE SANSALONE	11225 Jasmine Hill Circle Boca Raton, FL 33498
TONI ANN SANSALONE	11225 Jasmine Hill Circle Boca Raton, FL 33498

NINTH: These Articles of Incorporation may be altered, amended, changed, added to or repealed in the manner now or hereafter prescribed by Statute or herein or by the By-Laws of this Corporation, at any duly called meeting of the Members of this Corporation, provided that (a) notice of the meeting is given in the manner provided for in the initial By-Laws, and such notice contains a full statement of the proposed alteration, amendment, change, addition or repeal; and (b) there is an affirmative vote of Seventy-five (75%) percent of the Members present in person or by proxy, in favor of said alteration, amendment, change, addition or repeal.

TENTH: This Corporation shall never have or issue shares of stock nor will it ever have or provide for non-voting membership.

ELEVENTH: From time to time and at least once annually, the Corporate officers shall furnish periodic reports to the Members, which shall include a report of the operating expense of the Association, the assessments paid by each Member and balanced sheets prepared in accordance with sound business and accounting practices.

TWELFTH: The Corporation shall have all the powers that are set forth and described in Chapter 617.021 of the Florida Statutes, this Charter and any and all lawful By-laws of the Corporation.

THIRTEENTH: Each Director and Officer of this Corporation shall be indemnified by the Corporation against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his having been a Director or Officer of this corporation, such expense to include the cost of reasonable settlements (other than amounts paid to the Corporation itself) made with a view of curtailing the costs of litigation. The corporation shall not, however, indemnify such Director or Officer with respect to matters as to which he shall be finally adjudged in any action, suit or proceedings to be liable for negligence or misconduct in the performance of his duty as such Director or Officer, or in respect to any matter in which any settlement or compromise is effected if the total expense, including the cost of such settlement, shall substantially exceed the expense which might reasonably be incurred by such Director or Officer in conducting such litigation to final conclusion, and in no event shall anything herein contained be construed as authorizing this Corporation to indemnify any such Director or Officer against any liability of the Corporation to which he would otherwise be subject by reason of willful malfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of his office. The foregoing right of indemnification shall be in addition to any other rights to which any such Director or Officer may be entitled, as a matter of law or otherwise.

FOURTEENTH: The names and addresses of the incorporators and subscribers hereto are as follows:

FRANK SANSALONE	11225 Jasmine Hill Circle Boca Raton, FL 33498
MAE SANSALONE	11225 Jasmine Hill Circle Boca Raton, FL 33498
TONI ANN SANSALONE	11225 Jasmine Hill Circle Boca Raton, FL 33498

WE, THE UNDERSIGNED, being each of the incorporators hereinabove named, for the purpose of forming a Corporation, do hereby subscribe to this Certificate of Incorporation and have hereunto set our hands and seals this 11 day of February, 2002.

*Frank Sansalone*  
FRANK SANSALONE  
*Mae Sansalone*  
MAE SANSALONE  
*Toni Ann Sansalone*  
TONI ANN SANSALONE

STATE OF FLORIDA  
COUNTY OF PALM BEACH

SS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared FRANK SANSALONE, being the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same and an oath was not taken. ☒ Said Person/s is/are personally known to me. ☐ Said person(s) provided the following type of identification:

Notary Rubber Stamp Seal

WITNESS my hand and official seal in the County and State last aforesaid this 11 day of Feb. 2002.

*James M. [Signature]*  
Notary Signature

Printed Name



STATE OF FLORIDA

SS

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared MAE SANSALONE, being the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same and an oath was not taken. ☒ Said Person/s is/are personally known to me. ☐ Said person(s) provided the following type of identification:

Notary Rubber Stamp Seal

WITNESS my hand and official seal in the County and State last aforesaid this 11 day of February 2002.

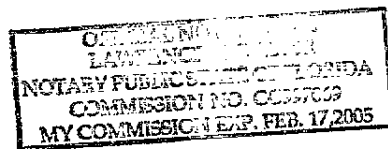
Lawrence M. Palmer  
Notary Signature

Printed Name

STATE OF FLORIDA

SS

COUNTY OF PALM BEACH



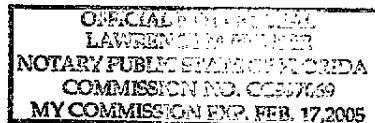
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared TONI ANN SANSALONE, being the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same and an oath was not taken. ☒ Said Person/s is/are personally known to me. ☐ Said person(s) provided the following type of identification:

Notary Rubber Stamp Seal

WITNESS my hand and official seal in the County and State last aforesaid this 4 day of Feb. 2002.

Lawrence M. Palmer  
Notary Signature

Printed Name




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

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

FIRST: That NATIONAL CONSUMER CREDIT COUNSELING, CORP.  
desiring to organize under the laws of the State of Florida, with  
its principal office, as indicated in the Articles of  
Incorporation at the City of BOCA RATON, County of PALM BEACH,  
State of FLORIDA, has named FRANK SANSALONE located at 11225  
Jasmine Hill Circle, City of Boca Raton, County of Palm Beach,  
State of Florida, as its agent to accept service of process  
within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with  
the provision of said Act relative to keeping open said office.

  
FRANK SANSALONE  
(Registered Agent)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 MAR 14 PM 8:51