

N02000004824

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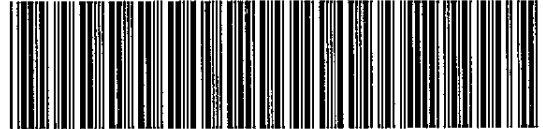
(Business Entity Name)

(Document Number)

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Amend

12/12/02--01041--004 **43.75

FILED
02 DEC 12 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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December 12, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):
 Professional Credit Consultants, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PROFESSIONAL CREDIT CONSULTANTS, INC.

FILED
02 DEC 12 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provision of the Articles of Incorporation of **PROFESSIONAL CREDIT CONSULTANTS, INC.**, a Florida not-for-profit corporation ("Corporation"), filed with the Department of State on June 25, 2002, Charter No. N02000004824, be, and they are hereby, amended as shown below:

1. Article I to the Articles of Incorporation of this Corporation are deleted in their entirety, and the following is substituted in its place to read in its entirety as follows:

"The purpose of the Corporation is to assist individuals experiencing consumer credit problems through education and counseling about controlling debt and implementing debt management controls, to help reduce the incidence of personal bankruptcy by informing the public on personal money management and by assisting low-income individuals and families who have financial problems, to provided educational opportunities for individuals experiencing financial problems consistent therewith, and in furtherance thereof, to operated exclusively within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax code)."

2. Article XI is added of the Articles of Incorporation of this Corporation to read in its entirety as follows:

ARTICLE XI

"This 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)."

3. Article XII is added of the Articles of Incorporation of this Corporation to read in its entirety as follows:

ARTICLE XII

"No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Section 501(c)(3) purposes. No substantial part of the activities of this Corporation shall be the carrying on of propaganda, or

otherwise attempting to influence legislation, and this 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 (a) by a corporation exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax code), or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code (or corresponding section of any future Federal Tax code)."

4. Article XIII is added of the Articles of Incorporation of this Corporation to read in its entirety as follows:

ARTICLE XIII

"Upon the liquidation, dissolution or other discontinuance of the activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or among the member of the Corporation, but after making provision of the payment of all liabilities of the Corporation, the remaining assets shall be distributed, as selected by the Board of Directors, to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax code)."

The foregoing amendments were adopted by a Joint Corporate Action by the Directors and the Members holding a majority of the voting interest of this Corporation, effective as of December 11, 2002. The number of votes cast by the members was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has adopted and executed these Articles of Amendment as of December 11, 2002.

PROFESSIONAL CREDIT CONSULTANTS, INC.

By:


Shawn Fry, President

JOINT CORPORATE ACTION BY
THE DIRECTORS AND THE MEMBERS
HOLDING THE MAJORITY OF MEMBERSHIP INTEREST OF
PROFESSIONAL CREDIT CONSULTANTS, INC.

The undersigned, being the Directors and the Members holding the majority of membership interest of PROFESSIONAL CREDIT CONSULTANTS, INC., a Florida not for profit corporation ("Corporation"), do hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements for notice; and do hereby consent in writing to the adoption of the following resolutions, taking said action in lieu of a meeting of the Board of Directors and the members:

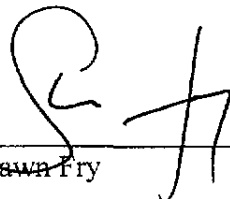
RESOLVED, that the Articles of Incorporation of this Corporation be amended as provided in the attached Articles of Amendment to said Articles of Incorporation.

The action described herein shall be effective as of the 11th day of December, 2002.

IN WITNESS WHEREOF, the undersigned, being the Directors and Members holding the majority of membership interest, have hereunto set their hands and seals for the purpose herein expressed.


Dated as of December 11, 2002.

DIRECTOR:



Shawn Fry

THE MEMBERS HOLDING THE
MAJORITY OF MEMBERSHIP
INTEREST:



Shawn Fry