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TALLAHASSEE, FLORIDA

Meyer
[Signature]

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: FREEDOM DEBT MANAGEMENT, INC.
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

JAMES J. DOUGHERTY, ESQ.
(Name of person)

LAW OFFICES OF JAMES J. DOUGHERTY, P.A.
(Name of firm/company)

4400 N. FEDERAL HWY., STE. 410
(Address)

BOCA RATON, FL 33431
(City/state and zip code)

For further information concerning this matter, please call:

JAMES J. DOUGHERTY, ESQ. At (561) 447-4454
(Name of person) (Area code & daytime telephone number)
OR (561) 302-9281

☒ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

ARTICLES OF MERGER

(Not for Profit Corporations)

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The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>FREEDOM DEBT MANAGEMENT, INC.</u>	<u>FLORIDA</u>	<u>N02000006947</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>CREDIT CARE FOUNDATION, INC.</u>	<u>FLORIDA</u>	<u>N01000005643</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR ____/____/____ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future).

(Attach additional sheets if necessary)

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the surviving corporation on _____.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
_____ FOR _____ AGAINST

SECTION II

(CHECK IF APPLICABLE) ☐ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on 4-7-04. The number of directors in office was 3. The vote for the plan was as follows: 3 FOR Ø AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(s)
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the merging corporation(s) on _____.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: _____ FOR _____ AGAINST



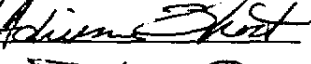
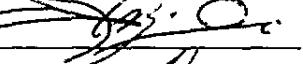

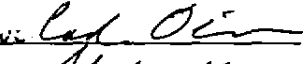
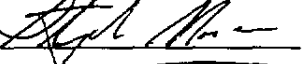
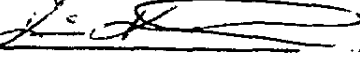
SECTION II

(CHECK IF APPLICABLE) ☐ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on 4-7-04. The number of directors in office was 5. The vote for the plan was as follows: 5 FOR Ø AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual & Title</u>
CREDITCARE FOUNDATION, INC.		SEAN FAGAN, DIRECTOR
CREDITCARE FOUNDATION, INC.		JOHN PRICE, DIRECTOR
CREDITCARE FOUNDATION, INC.		ADRIENNE SHORT, DIRECTOR
CREDITCARE FOUNDATION, INC.		ANTHONY JURASKI, PRES, T, DIR.
CREDITCARE FOUNDATION, INC.		RICHARD TKACH, VP, SEC.
FREEDOM DEBT MANAGEMENT, INC.		CARLOS OLASO, VP, DIRECTOR
FREEDOM DEBT MANAGEMENT, INC.		STEPHANE MENERAU, SECRETARY, DIR.
FREEDOM DEBT MANAGEMENT, INC.		KEVIN KRIEDEN, DIRECTOR, PRES.

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

FREEDOM DEBT MANAGEMENT, INC.

FLORIDA

The name and jurisdiction of each merging corporation:

Name

Jurisdiction

CREDITCARE FOUNDATION, INC.

FLORIDA

The terms and conditions of the merger are as follows:

PLEASE SEE ATTACHED.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

PLEASE SEE ATTACHED.

Other provisions relating to the merger are as follows:

PLEASE SEE ATTACHED.

**TERMS AND CONDITIONS OF MERGER BETWEEN CREDITCARE
FOUNDATION, INC., AND FREEDOM DEBT MANAGEMENT, INC.**

1. The purpose of this merger is to merge all clients, assets, and personnel of CreditCare Foundation, Inc. into the surviving corporation, Freedom Debt Management, Inc. The employees and management of CreditCare Foundation, Inc. will join with the employees and management of Freedom Debt Management, Inc. under one name, in order to better serve the public under the name Freedom Debt Management, Inc.
2. The terms and conditions of the merger are simple. These two separate nonprofit corporations will merge, and begin immediately to operate as one organization as outlined above. There is no sale, transaction, or contractual agreement in place for this merger, other than these articles of merger, and the establishment, and initial meeting of a new Board of Directors, which will consist of a combination of the Boards of Directors of both organizations, and additional third-parties.

**STATEMENT OF ANY CHANGES IN THE ARTICLES OF
INCORPORATION OF THE SURVIVING CORPORATION TO BE
EFFECTED BY THE MERGER**

1. The new Board of Directors, and Officers of the surviving organization are as follows:
 - a. Mr. Anthony Jurasinski, President/Treasurer, Chairman of the Board of Directors, 4000 N. Federal Hwy., Suite 202, Boca Raton, Florida 33431.
 - b. Mr. Kevin Kriedell, Vice-President, and Member of the Board of Directors, 4000 N. Federal Hwy., Suite 202, Boca Raton, Florida 33431.
 - c. Mr. James J. Dougherty, Secretary, and Member of the Board of Directors, 4000 N. Federal Hwy., Suite 202, Boca Raton, Florida 33431.
 - d. Mr. John Price, Member of the Board of Directors, 400 Village Blvd., Suite B, West Palm Beach, Florida 33409.
 - e. Mr. Sean Faga, Member of the Board of Directors, 3613 Coral Springs Drive, Coral Springs, Florida 33065.
 - f. Mr. Stephane Monerau, Member of the Board of Directors, 5031 SW 13th Street, North Lauderdale, Florida 33068.
 - g. Rev. Charles E. Hawkins, Pastor, Ascension Catholic Church, 7250 N. Federal Highway, Boca Raton, Florida 33487.
 - h. The removal of Mrs. Adrienne Short as a Member of the Board of Directors.
 - i. The removal of Mr. Carlos Ocasio as a Member of the Board of Directors.

2. The official office address and mailing address for the Surviving Corporation shall be 4000 N. Federal Hwy., Suite 202, Boca Raton, Florida 33431. Freedom Debt Management, Inc., the surviving corporation shall relocate to this new office and mailing address as part of the merger.
3. The Registered Agent of the surviving corporation shall be Law Offices of James J. Dougherty, P.A., located at 4400 N. Federal Hwy., Suite 410, Boca Raton, Florida 33431.