

**Electronic Articles of Incorporation
For**

**N03000000648
FILED
January 27, 2003
Sec. Of State**

MATRIX CREDIT COUNSELING, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MATRIX CREDIT COUNSELING, INC.

Article II

The principal place of business address:

128 EAST MCNAB STREET
POMPANO BEACH, FL. 33060

The mailing address of the corporation is:

128 EAST MCNAB STREET
POMPANO BEACH, FL. 33060

Article III

The specific purpose for which this corporation is organized is:

DEBT CONSOLIDATION SERVICES - NOT A LOAN PROGRAM

Article IV

The manner in which directors are elected or appointed is:

APPOINTMENT BY PRESIDENT

Article V

The name and Florida street address of the registered agent is:

DARRELL M BEALL
2200 SE 7TH STREET UNIT B
POMPANO BEACH, FL. 33062

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DARRELL M. BEALL

Article VI

The name and address of the incorporator is:

DARRELL M. BEALL
2200 SE 7TH STREET UNIT B
POMPANO BEACH, FL 33062
USA

Incorporator Signature: DARRELL M. BEALL

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
DARRELL M BEALL
2200 SE 7TH STREET
POMPANO BEACH, FL. 33062

Title: D
BRIAN MCCONATY
4800 BRIERCREST CT.
BOWIE, MD. 20720

Title: D
AMY E KAUFMANN
3101 PORT ROYALE BLVD. 913
FORT LAUDERDALE, FL. 33308

Title: P
DARRELL M BEALL
2200 SE 7TH STREET UNIT B
POMPANO BEACH, FL. 33062

Article VIII

The effective date for this corporation shall be:

01/27/2003