

NO 3000000648

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

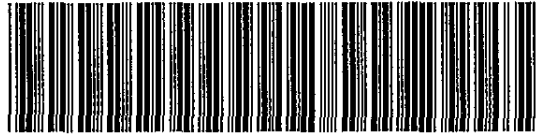
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

*Amey Kaufmann gave
authoriz to write out
Art VII. on 2/5/03.*

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FILED
03 JAN 31 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11.2.5

January 28, 2003

Department of the State
Divisions of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Amended Articles of Incorporation for Matrix Credit Counseling, Inc., a Not for Profit Corporation (document # N03000000648)

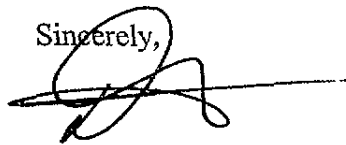
Dear Sir or Madam:

Please file the enclosed Amended Articles of Incorporation for Matrix Credit Counseling, Inc. a Not for Profit Corporation, which is accompanied by a check in the amount of \$43.75. Please forward the certified copy of the recorded documents to the following address:

Darrell M. Beall
Matrix Credit Counseling, Inc.
128 East McNab Road
Pompano Beach, Florida 33062

We thank you in advance for your immediate attention to this matter. If you should have any questions, please do not hesitate to contact me at (954) 781-2008.

Sincerely,

A handwritten signature in black ink, appearing to be 'Darrell M. Beall', with a long horizontal line extending to the right.

Darrell M. Beall
President

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

Matrix Credit Counseling, Inc.
(present name)

N03000000648

(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

Article III

Article IX

Article X

Article XI

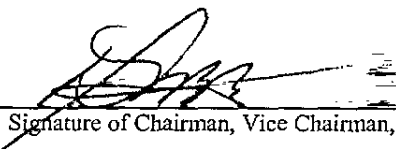
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SECOND: The date of adoption of the amendment(s) was: Jan 28, 2003

THIRD: Adoption of Amendment (CHECK ONE)

☒ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☐ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.


Signature of Chairman, Vice Chairman, President or other officer

Darrell M. Beall

Typed or printed name

President

Title

01/28/03

Date

**AMENDMENTS TO
THE ARTICLES OF INCORPORATION
OF
MATRIX CREDIT COUNSELING, INC.**

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby amends and 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 ROAD
POMPANO BEACH, FLORIDA 33060.

The mailing address of the corporation is:
128 EAST MCNAB ROAD
POMPANO BEACH, FLORIDA 33060.

Article III

To operate exclusively for charitable and educational purposes within the context of Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law:

- A. To decrease the economic losses to individuals, creditors, and the general consumer at large resulting from including but not limited to consumer debt, personal bankruptcies, and delinquent accounts;
- B. To provide assistance to persons that are unable to control their debt levels by negotiating on their behalf and getting the person under a manageable repayment plan. To provide an economically viable solutions whereby existing specialized counseling skills can guide consumers through this general problem;
- C. To educate and assist in the reduction of personal bankruptcies traceable to but not limited to economic difficulties;
- D. To render our service and support to individuals going through our counseling and consolidation program by determining their individual needs as it relates to credit issues. To work directly with creditors in but not limited to cutting interest rates, eliminating service, late, and over the limit fees, stop collection activity, and assist consumers and creditors to prevent possible damage to consumers credit reports;
- E. To assist minimize the economic burden due to consumer debt and to relieve the unwarranted financial weight on wage earners and their dependants;

- F. To provide educational tools for financial literacy and personal money management topics, including but not limited to credit responsibility, value of protecting credit history;

Article IV

The manner in which directors are elected or appointed shall be set by the bylaws of the corporation.

Article V

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

Darrell M. Beall
2200 SE 7th Street Unit B
Pompano Beach, Florida 33062

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

Darrell M. Beall



Article VI

The name and address of the incorporator is:

Darrell M. Beall
2200 SE 7th Street Unit B
Pompano Beach, Florida 33062

Incorporator Signature – Darrell M. Beall



Article VII

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

Title: Director and President
Darrell M. Beall
2200 SE 7th Street Unit B
Pompano Beach, Florida 33062

Title: Director
Brian McConaty
4800 Briercrest Ct.
Bowie, MD 20720

Title: Director
Amy E. Kaufmann
3101 Port Royale Blvd. #913
Fort Lauderdale, FL 33308

Article IX

The liability of the Officers and Directors of this corporation for monetary damages by any person who has made, or is threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee of another corporation, partnership, joint venture, trust, or other enterprise, shall be eliminated to the fullest extent permissible under Florida law. In addition the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the fullest extent permitted by Florida Not For Profit Corporation Act. Any change to Article IX shall not adversely affect any right or protection of an Officer and/or Director of the corporation existing at the time of such repeal or modification

Articles X

- A. No part of the net earnings of the corporation shall inure to the benefit or, or be distributable to its members, trustees, 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 endeavors set forth by Article III hereof. No substantial part of the activities of the corporation shall participate in, or benefit including but not limited to publications or statements or any political campaign on behalf or in opposition to any candidate for public office. Notwithstanding any other provisions 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 the 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 the corresponding sections of any future tax code.
- B. The corporation shall utilize all donations, contributions, gifts, grants, and bequests for the purpose, which promote, advance, and encourage the spirit of the purpose as set forth in Article III.
- C. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purpose within the guidelines and meanings section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.
- D. The corporation will distribute its income for each year at a time and in a matter as not to become subject to the tax on undistributed income imposes by section

4942 of the Internal Revenue Code, or any related or corresponding section of any future tax code.

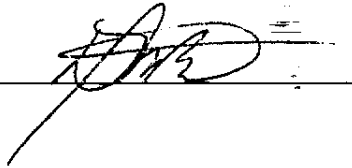
- E. The corporation will not retain any excess business holdings as defined in the section 4943 (c) of the Internal Revenue Code or any related or corresponding section of any future tax code.
- F. The corporation will not engage in act of self-dealing as defined in section 4941 (d) of the Internal Revenue Code or any related or corresponding section of any future tax code.
- G. The corporation will not make any taxable expenditure as defined in section 4945 (d) of the Internal Revenue Code or any related or corresponding section of any future tax code.
- H. The corporation will not make any investment in a manner as to subject it to tax under section 4944 of the Internal Revenue Code or any related or corresponding section of any future tax code.

Article XI

The bylaws of the corporation may be amended by majority vote of the directors.

The undersigned incorporator has executed these amended Articles of Incorporation this the 27th day of January 2003.

Darrell M. Beall

A handwritten signature in dark ink, appearing to be 'D. Beall', is written over a horizontal line.