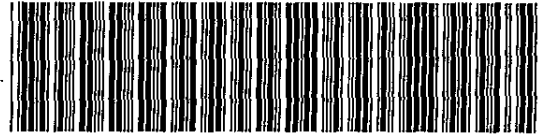


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PHONE 727 455-1854

F. Ciafone Jr
5618 Newton Ave So.
Gulfport, FL 33707



800022140318

(City/State/Zip/Phone #)

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**ARTICLES OF INCORPORATION
OF
CHARTER FINANCIAL SERVICES, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, a natural person acting as Incorporator of a corporation not for profit under Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE I: CORPORATE NAME

The name of this Corporation is: Charter Financial Services, Inc.

ARTICLE II: TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing and approval of these Articles of Incorporation with and by the Secretary of State of the State of Florida.

ARTICLE III: CORPORATE PURPOSES AND POWERS

The purposes for which this Corporation is formed are

- A. To provide information and resources to facilitate the repayment of federally-subsidized or federally funded student educational loans as affordable as possible.
- B. To provide information and resources as to alternative educational loans sources.
- C. To counsel persons regarding their rights and responsibilities under the Federal Family Educational Loan Programs.
- D. To provide and maintain an annual scholarship fund for qualified student applicants.
- E. To counsel: parents, guardians, and family members of students, relative to secondary and post-secondary educational loan financing and student loan repayment planning.

- F. To counsel students in student loan default prevention.
- G. To assist and direct borrowers to lenders who offer federally-guaranteed student loans.
- H. To do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to do all other things incidental to said purposes or connected therewith that are not forbidden by the Florida Corporation Laws or by any other laws, or by these Articles of Incorporation; and to engage in any activity or business now or hereafter authorized and permitted under the laws of the United States and the State of Florida to include but not be limited to:
 - 1. Have succession by its corporate name for the period set forth in its articles of incorporation;
 - 2. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;
 - 3. Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit."
 - 4. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation;
 - 5. Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers;
 - 6. Increase the number of its directors so that the number shall not be less than three but may be any number in excess thereof;

7. Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income;

8. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this act in any state, territory, district, or possession of the United States or any foreign country;

9. Purchase, take, receive, lease, take by gift, devise, bequeath, or otherwise acquire, hold, improve, use, or otherwise deal in or with real or personal property, or in any interest therein, wherever situated;

10. Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein;

11. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets;

12. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof;

13. Lend money for its corporate purposes, invest and reinvest funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by Section 617.0833, Florida Statutes;

14. Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes;

15. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized; _

16. Merge with other corporations both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation not for profit.

None of the objects, purposes and powers herein above set forth, except where otherwise specified in this Article, shall be in any way limited or restricted by reference to or inference from the terms of any other objects, purposes and powers set forth in this Article or any other Articles. The objects, purposes and powers specified in each of the clauses in the Articles shall be regarded as independent objects, purposes and powers.

ARTICLE IV: DIRECTORS

The manner in which the directors are to be elected or appointed shall be governed by the bylaws.

ARTICLE V: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The post office mailing address of the initial registered office of this Corporation in the State of Florida is 5618 Newton Avenue South, Gulfport, Pinellas County, Florida 33707. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

The name and residence and mailing address of the Resident Agent are as follows: Said Registered Agent, by virtue of this signature on the last page of these Articles of Incorporation acknowledges appointment as such Registered Agent and agrees to accept service of process for this

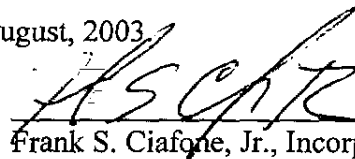
Corporation.

ARTICLE VI: INCORPORATOR

The name and residence address of the incorporator is as follows: Frank S. Ciafone, Jr.
Newton Avenue South, Gulfport, Florida 33707.

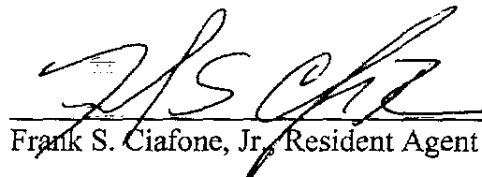
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IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing
Articles of Incorporation this 8 day of August, 2003.


Frank S. Ciafone, Jr., Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for
said Corporation.


Frank S. Ciafone, Jr., Resident Agent