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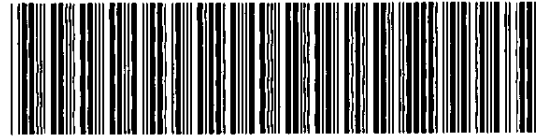
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. Gulligan

APR 20 2016

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Student Loan Legal Assistance, Inc.
(PROPOSED CORPORATE NAME – **MUST INCLUDE SUFFIX**)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

☐

\$70.00
Filing Fee

☒

\$78.75
Filing Fee &
Certificate of
Status

☐

\$78.75
Filing Fee
& Certified Copy

☐

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: David Stillson
Name (Printed or typed)

6919 W Broward Blvd #233
Address

Plantation, FL 33317
City, State & Zip

(305) 798-4111
Daytime Telephone number

david@stillsonlaw.com
E-mail address: (to be used for future annual report notification)

Student Loan Legal Assistance, Inc.

A Florida Nonprofit Corporation

**ARTICLES OF
INCORPORATION**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned citizens of the United States, of the age of eighteen years or more, desiring to form a nonprofit corporation under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes), certify and acknowledge the following:

**ARTICLE I
NAME**

1.01 Name

- (a) The name of this corporation shall be Student Loan Legal Assistance, Inc. The business of the corporation may be conducted as Student Loan Legal Assistance, Inc., SLLA, Inc., or SLLA.
- (b) The organization may, by a two-thirds (2/3) vote of a quorum of directors, change its name.

**ARTICLE II
DURATION**

2.01 Duration

The period of duration of the corporation is perpetual.

**ARTICLE III
PRINCIPLE OFFICE**

3.01 Principle Office

The corporation's principle street address is:

Student Loan Legal Assistance, Inc.
6919 W Broward Blvd #233
Plantation, FL 33317

The corporation's mailing address is:

Student Loan Legal Assistance, Inc.
6919 W Broward Blvd #233
Plantation, FL 33317

ARTICLE IV

PURPOSE

4.01 Purpose

Student Loan Legal Assistance, Inc. (Hereinafter referred to as "SLLA" in this section) is a nonprofit corporation and shall be operated exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

SLLA's purpose is to provide services to student loan borrowers. The services will include, but are not limited to legal consultations, legal representations, and implementations of options on behalf of the student loan borrower. Moreover, SLLA's goals and missions are twofold. First, SLLA is committed to reducing the significant number of student loan borrowers who are delinquent, in default, and/or are current but struggling to pay his or her student loans. Second, SLLA is committed to reducing the number of scam "debt relief" companies in existence that are preying on low income student loan borrowers and/or those that are in financial distress. Finally, SLLA will provide the previously mentioned services nationwide to any borrower that has federal student loans and private student loans for residents of Florida.

4.02 Nonprofit

Student Loan Legal Assistance, Inc. is designated solely as a nonprofit corporation.

ARTICLE V

NONPROFIT NATURE

5.01 Nonprofit Nature

Student Loan Legal Assistance, Inc. ensures the following:

- (a) Student Loan Legal Assistance, Inc. is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Student Loan Legal Assistance, Inc. shall inure to the benefit of, 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 furtherance of the purposes set forth in the purpose clause hereof.
- (b) Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on:
 - (1) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code;
 - or

- (2) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- (c) Student Loan Legal Assistance, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

5.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Student Loan Legal Assistance, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

5.03 Dissolution

Student Loan Legal Assistance, Inc. ensures the following:

- (a) Upon termination or dissolution of the Student Loan Legal Assistance, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.
- (b) The organization to receive the assets of the Student Loan Legal Assistance, Inc. hereunder shall be selected by the discretion of a majority of the board of directors of the corporation, Inc. and if the board of directors cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Student Loan Legal Assistance, Inc. by one (1) or more of the directors which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.
- (c) In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

5.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private

person or individual, 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 the purposes set forth in Article III, Section 3.01.

5.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

5.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on:

- (a) by a corporation exempt from federal income tax as an organization described by 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 section of any future federal tax code.

ARTICLE VI MANNER OF ELECTION

6.01 Manner of Election

The directors of Student Loan Legal Assistance, Inc. shall be elected pursuant to manners set forth in Section 4.04 of Student Loan Legal Assistance, Inc.'s Bylaws.

ARTICLE VII BOARD OF DIRECTORS

7.01 Governance

Student Loan Legal Assistance, Inc. shall be governed by its board of directors.

7.02 Initial Directors

The initial directors of the corporation shall be:

David Stillson, President
6919 W Broward Blvd #233
Plantation, FL 33317

Edgardo Perdomo, Vice President
134 NW 159th Ave
Pembroke Pines, FL 33028

John Stillson, Treasurer
104 Macrae Ct
Chapel Hill, NC 27516

Joshua Hertz, Secretary
2004 NW 142nd Way
Pembroke Pines, FL 33028

ARTICLE VIII **MEMBERSHIP**

8.01 Membership

Student Loan Legal Assistance, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the Student Loan Legal Assistance, Inc. Bylaws.

ARTICLE IX **APPOINTMENT OF REGISTERED AGENT**

9.01 Registered Agent

The registered agent of the corporation shall be:

Law Offices of David W. Stillson, PA
6919 W Broward Blvd #233
Plantation, FL 33317

ARTICLE X **INCORPORATOR**

10.01 Incorporator

The incorporator of the corporation shall be:

David Stillson
6919 W Broward Blvd #233
Plantation, FL 33317

ARTICLE XI **AMENDMENTS**

11.01 Bylaw Amendments

The Bylaws may be amended, altered, repealed, or restated by a vote of the majority of the board of directors then in office at a meeting of the Board, provided:

- (a) that no amendment shall be made to these Bylaws which would cause the corporation to cease to qualify as an exempt corporation under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code;

- (b) that an amendment that does affect the voting rights of directors further requires ratification by a two-thirds (2/3) vote of a quorum of directors at a board meeting; and
- (c) that all amendments be consistent with the Articles of Incorporation.

11.02 Articles of Incorporation Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of a two-thirds (2/3) vote of a quorum of directors.

ARTICLE XII **CONFLICTING DOCUMENTS**

12.01 Conflicting Documents

The Bylaws shall govern the operation of this corporation unless any Bylaw conflicts with these Articles of Incorporation, in which case the Articles of Incorporation shall be controlling.


ARTICLE XII **EFFECTIVE DATE**

12.01 Effective Date

The effective date of these Articles of Incorporation shall be on April 12, 2016.

ACKNOWLEDGMENT OF CONSENT

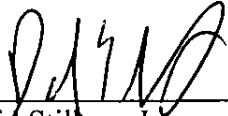
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity for Student Loan Legal Assistance, Inc.



Law Offices of David W. Stillson, Registered Agent

Date: 4/12/16

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



David Stillson, Incorporator

Date: 4/12/16

16 APR 15 PM 2:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA