

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0391 FAX

800-342-8086

**N95000000338**

**CSO networks**

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DIVISION OF CORPORATION

MAIL TO:  
P.O. Box 5020  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 529294 5310A

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : 122.50

ORDER DATE : January 24, 1995

ORDER TIME : 9:40 AM

ORDER NO. : 529294

CUSTOMER NO: 5310A

13000001 83 PL 080

CUSTOMER: Mitchell Horowitz, Esq  
FOWLER WHITE GILLEN BOGGS  
VILLAREAL & BANKER, P.A.  
501 E. Kennedy Blvd., Ste. 1700  
P.O. Box 1438  
Tampa, FL 33602

DOMESTIC FILING

*N95000000338*

NAME: FEDERATED CREDIT COUNSELING  
SERVICES, INC.

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denny G. Smith

EXAMINER'S INITIALS:

*DM*  
1-24-95  
02/11

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ARTICLES OF INCORPORATION  
OF  
FEDERATED CREDIT COUNSELING SERVICES, INC.

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STATE OF FLORIDA  
TALLAHASSEE

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Address

The name of this corporation shall be:

Federated Credit Counseling Services, Inc.

The address of the principal office and the mailing address of this corporation shall be 16720 Norwood Drive, Tampa, Florida 33624, or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II

Purposes

(a) The general nature, objects and purposes for which this corporation is exclusively organized and operated are to provide financial consulting to burdened individuals who are experiencing current financial difficulties in their everyday life, and any other lawful purpose allowed a not-for-profit corporation under Florida law. This corporation shall receive and maintain funds of real and/or personal property and, subject to the restrictions and

limitations hereinabove and hereinafter set forth, shall use the whole or any part of the income therefrom and the principal thereof exclusively for its not-for-profit purposes.

(b) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder.

(d) In the event of dissolution or final liquidation of the corporation, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as

organizations described in Section 501(c) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, state, or local government for exclusive public purpose.

### ARTICLE III

#### Powers

This corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit, including, but not limited to, Chapter 617 of the Florida Statutes and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the purposes for which the corporation is organized; subject, however, to the following:

(a) This corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively within the meaning, requirements and effect of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended heretofore or hereafter.

(b) This corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV

Members

The members of this corporation shall consist of such persons over eighteen (18) years of age, or entities, as may from time to time be elected and admitted to membership by majority vote of the Board of Directors of the corporation in accordance with the provisions of the bylaws of the corporation.

ARTICLE V

Term of Existence

The term for which this corporation is to exist shall be perpetual.

ARTICLE VI

Incorporator

The name and address of the incorporator to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Mitchell I. Horowitz	501 East Kennedy Boulevard Suite 1700 Tampa, Florida 33602

ARTICLE VII

Directors

(a) The affairs of this corporation shall be managed by a Board of Directors who shall be elected annually by majority vote of the directors of the corporation, at a duly called meeting, as

provided in the bylaws, and by officers who shall be elected annually by majority vote of the Board of Directors.

(b) The number of directors and the manner of filling vacancies on the Board of Directors shall be provided in the bylaws of the corporation. The number shall not be less than three (3), but may be any number in excess thereof. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Meetings of the directors may be held within or without the State of Florida.

(c) Directors and officers of this corporation may be removed, with or without cause, by the directors at a meeting duly called in the manner set out in the bylaws.

(d) The name and address of the members of the initial Board of Directors who, subject to these Articles, the bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the directors for the election of permanent directors or until their successors have been duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Vincent Madorma	16720 Norwood Drive Tampa, Florida 33624
Ronnie Madorma	16720 Norwood Drive Tampa, Florida 33624

Kenneth Hartless

22700 South Shore Drive  
Land O'Lakes, Florida 34639

Laura Durant

2333 Feather Sound Drive  
Apt. C603  
Clearwater, Florida 34622

#### ARTICLE VIII

##### Registered Office and Registered Agent

The street address of the corporation's initial registered office is 501 East Kennedy Boulevard, Suite 1700, Tampa, Florida 33602 and the name of the corporation's initial registered agent at such address is Mitchell I. Horowitz. The corporation shall keep the Department of State of the State of Florida informed of the current city, town, or village and street address of said registered office together with the name of the registered agent.

#### ARTICLE IX

##### Bylaws

The bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the directors of this corporation present at any meeting of the Board of Directors duly called and convened; provided, however, that a quorum is present at the meeting of the Board of Directors and notice of the proposed action with respect to the bylaws shall have been waived by a majority of the members of the Board of Directors or mailed by the secretary of this corporation to all of the members of the Board of Directors at least three (3) days before the meeting.

ARTICLE X

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, add, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation. All actions, including, but not limited to, Amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consents as provided in Florida Statutes, as now amended, or as same may be amended in the future.

ARTICLE XI

Indemnification By Court Order

No director, officer, employee, or agent of the corporation who is or was a party to a proceeding may apply to the court conducting the proceeding, the circuit court, or to another court of competent jurisdiction, seeking indemnification or advancement of expenses, or both, pursuant to Sections 617.083 and 607.0850(9), Florida Statutes, without the permission of the Board of Directors.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the uses and purposes therein expressed this 23<sup>rd</sup> day of January, 1995.

  
\_\_\_\_\_  
Mitchell I. Horowitz



STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 23<sup>rd</sup>  
day of January, 1995, by MITCHELL I. HOROWITZ, who is  
personally known to me or who has produced N/A as  
identification.

Susan C. Moore  
Susan C. Moore  
Print Name

Notary Public

My Commission Expires:



OFFICIAL SEAL  
SUSAN C. MOORE  
My Commission Expires  
April 13, 1996  
Comm. No. CC 185319

**CERTIFICATE OF ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 617.0501(3), Florida Statutes.

Signature *Mitchell I. Horowitz*  
Mitchell I. Horowitz  
Registered Agent

Date *January 23 1995*

FILED  
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SEC. OF STATE  
TALLAHASSEE, FLORIDA

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