

N96000004071

**MORGAN-MADISON
CREDIT COUNSELING**

May 5, 1999

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

RE: Morgan-Madison Credit Counseling

TAX ID: 59-3384767

To Whom It May Concern:

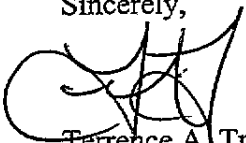
Please find enclosed our Articles of Dissolution. Also enclosed is a check for \$43.75 for our filing fee and 1 certified copy. The certified copy and/or any questions concerning this information can be directed to:

Terrence A. Troy
1583 E. Silver Star Rd.
Unit 305
Ocoee, FL 34761
(407) 654-7118

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-05/07/99--01071--009
*****43.75 *****43.75

Thank you.

Sincerely,


Terrence A. Troy
President/CEO

FILED
99 JUN 10 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Dissolution
MFT
6-14-99*

June 9, 1999

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

RE: National Debt Management/Morgan Madison Credit Counseling

To whom it may concern:

On May first I filed Articles of Dissolution for my company; Morgan Madison Credit Counseling. The original name of the organization was National Debt Management, Inc. Apparently when I file my name change, it was processed incorrectly. The name as far as your records read was Morgan Maidson Credit Counseling. As a result, the filing was rejected.

Enclosed, please find:

- New Articles of Dissolution
- Inquiry By both Corporation Names
- A copy of the cancelled check for our filing fee and certified copy

If you have any questions, please call me at 407-761-7381. Thanks


Terrence A. Troy

FILED
99 JUN 10 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is NATIONAL DEBT MANAGEMENT, INCORPORATED

SECOND: Adoption of dissolution
(Complete Section I or II)

SECTION I

If the corporation has members entitled to vote:

The date of the meeting of members at which the resolution to dissolve was adopted was

5-1-99

(CHECK ONE)

The number of votes cast for dissolution was sufficient for approval.

The resolution was adopted by written consent and executed in accordance with 617.0701, Florida Statutes.

SECTION II

If the corporation has no members or members with voting rights:

The corporation has no members or members with voting rights.

The date of adoption of the resolution by the board of directors was 5-1-99

The number of directors in office was 5 and the vote for the resolution was 5 for and 0 against.

Signed this 9 day of JUNE, 1999

Signature [Handwritten Signature]
(By the Chairman or Vice Chairman of the Board, President or other officer)

TERENCE A. TROY
Typed or printed name
PRESIDENT / CEO
Title