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LAW OFFICES OF
STEPHEN W. BEIK FILED

PROFESSIONAL ASSOCIATION
1101 N. LAKE DESTINY DRIVE, SUITE 130
MAITLAND, FLORIDA 32751

87 NOV 24 AM 9:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE (407) 875-0999

FACSIMILE (407) 660-1412

November 20, 1997

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-11/24/97-01102-017

****122.50 ****122.50

EFFECTIVE DATE

11-20-97

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: CHRISTIAN MONEY MANAGEMENT COUNSELORS, INC.
Our File No.: 099669

Dear Sir/Madame:

Enclosed are an original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent for the above-captioned corporation. Also, enclosed is a check in the amount of \$122.50 made payable to the Secretary of State for the filing fees. Please furnish a stamped copy of the Articles of Incorporation to us upon filing.

In the event you have any questions, please do not hesitate to contact me.

Sincerely,

Stephen W. Beik

Stephen W. Beik

SWB/slw
Enclosures

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P. Hall

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**ARTICLES OF INCORPORATION OF
CHRISTIAN MONEY MANAGEMENT COUNSELORS, INC.**

A CORPORATION NOT FOR PROFIT

FILED
97 NOV 24 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
11-20-97

I, the undersigned, a person of the State of Florida, being competent to contract, hereby form this corporation not for profit under the laws of the State of Florida and do hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is CHRISTIAN MONEY MANAGEMENT COUNSELORS, INC., with its principal place of business located at 3301 Gray Fox Cove, Apopka, FL 32703-8107.

ARTICLE II - PURPOSE

The general nature, object and purpose of this corporation is as follows:

A. Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.

B. To engage in any lawful business or activities relating thereto and to engage in any lawful act or activities for which corporations may be organized under the laws of Florida related to corporations not for profit, provided said activities do not conflict with

Sections A and E herein.

C. Said corporation is a non-denominational ministry whose mission is to help people become faithful stewards of the money the Lord has entrusted to them and help them get out of financial bondage, so that they may know Him more intimately, be free to serve Him, and that they advance the gospel.

D. Said corporation's core program is the Debt Management & Liquidation Program. Said corporation also assists in budget preparation & credit counseling. Other programs are being developed to help people in the management of their money.

E. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) an organization exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions 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 III - MEMBERSHIP

This corporation shall have no members.

ARTICLE IV - TERM

This corporation shall exist perpetually or until dissolved by due process of law, commencing November 20, 1997.

ARTICLE V - INCORPORATOR

The name and place of residence of the original incorporator and subscriber to these

Articles of Incorporation is as follows:

Jorge Vila
3301 Gray Fox Cove
Apopka, Florida 32703-8107

ARTICLE VI - INITIAL OFFICERS AND DIRECTORS

The name and residence address of the officers and directors who are to manage all the affairs of the corporation which they respectively hold until their successors are elected and qualified are as follows:

Jorge Vila, President
3301 Gray Fox Cove
Apopka, Florida 32703

Marie Vila, Vice-President/Secretary
3301 Gray Fox Cove
Apopka, Florida 32703

John E. Moran, Treasurer
928 Caitlin Point
Longwood, Florida 32750

Charles T. Blystone
110 Grovewood Ave.
Sanford, Florida 32773

Karen Parkman
5224 Gold Tree Ct.
Orlando, Florida 32808

The directors of the corporation shall be elected as provided in the Bylaws.

ARTICLE VII - BYLAWS

The Bylaws of this corporation are to be made, altered or rescinded by a majority of the Board of Directors present and voting at a properly called business meeting of the corporation.

ARTICLE VIII - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by the Bylaws. Every amendment must first be approved by the official Board of Directors.

ARTICLE IX - REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial Registered Agent and registered office of this corporation not for profit shall be Stephen W. Beik, 1101 N. Lake Destiny Drive, Suite 130, Maitland, Florida 32751.

X - NONPROFIT STATUS

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its trustees, officers, directors 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 Article II hereof. This corporation shall be authorized to exercise the powers permitted to corporations under Chapter 617 of the Florida Statutes; provided, however, that when this corporation is exercising any one or more of such powers, it shall do so in furtherance of the exempt purpose for which it has organized as described in Section

501(c)(3) of the Internal Revenue Code or any amendment thereto.

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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

XI - POWERS

In order to promote the purposes of this corporation, it may acquire by grant, gift, purchase, devise or bequest and hold and dispose of such property as the corporation shall require for the benefit of the corporation and not for pecuniary profit.

XII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption upon Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for public purpose and none of the assets will be distributed to any board member, officer, or trustee of this organization. Any of such assets not so disposed shall be disposed of by the Circuit Court of the Ninth Judicial Circuit of Florida, in and for Orange County, exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated for such purposes.

IN WITNESS WHEREOF, the undersigned subscriber/incorporator has executed these Articles of Incorporation this 14 day of November, 1997.



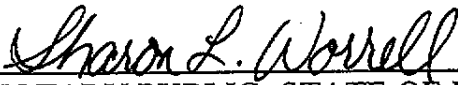
JORGE VILA
Subscriber/Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared Jorge Vila () who is personally known to me or (✓) who has produced V400-432-49-2650 as identification, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose expressed therein.

Sworn to and subscribed before me this 14th day of November, 1997, in the county and state aforesaid.





NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: 4/13/98

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
97 NOV 24 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607,0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: Christian Money Management Counselors, Inc.
2. The name and address of the registered agent is: Stephen W. Beik, 1101 N. Lake Destiny Drive, Suite 130, Maitland, Florida 32751.

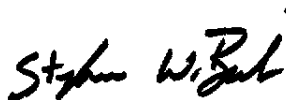


Jorge Vila

Title: President

Date: 11-14-97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Stephen W. Beik

DATE: 11-14-97