

Hall's Air Freight
Requestor's Name

Address

City/State/Zip

Phone #

681-0619

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. *Consumer Credit Counseling Service*
(Corporation Name) (Document #)
2. *of Central Florida, Inc*
(Corporation Name) (Document #)
3. *N99000000701*
(Corporation Name) (Document #)
4. *N99000000701*
(Corporation Name) (Document #)

☒ Walk in

☐ Mail out

☒ Pick up time

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

Call when Ready

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 FEB -4 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

T. SMITH FEB 04 1999

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
CONSUMER CREDIT COUNSELING SERVICE OF CENTRAL FLORIDA, INC.
(A Florida Not-for-Profit Corporation)**

FILED
99 FEB -4 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statutes, Chapter 617 (1998), the undersigned Incorporator has executed, adopted and caused to be delivered for filing the Articles of Incorporation for the purposes of forming a not-for-profit corporation (the "Corporation") and does hereby certify:

ARTICLE I - NAME

The name of the Corporation shall be CONSUMER CREDIT COUNSELING SERVICE OF CENTRAL FLORIDA, INC.

ARTICLE II - DURATION

The duration of this Corporation shall be perpetual unless terminated sooner in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

The purposes for which the Corporation is formed are:

(A) The primary purposes are:

(1) To provide a Family Credit Counseling Service for members of the public and to advise persons seeking credit, budget and financial advice; to cooperate with public and private agencies, organizations and associations; to assist families and persons with their financial problems;

(2) To seek the cooperation of merchants, lending institutions, banks and others, individually and through their associations and organizations, public officials and offices, to effectuate the purposes enumerated above;

(3) To promote budgeting, thrift and the protection of individuals and families facing embarrassment and difficulties in financial matters, with particular emphasis upon situations arising out of the use of consumer credit;

(4) To engage lawfully in the exchange and dissemination of information concerning the purposes and objectives of the Corporation;

(5) To conduct research projects, advertising, public relations activities and any other activity conducive to the general good of individuals with respect to budgeting, financial matters and consumer credit;

(6) To carry on education, social and other legitimate activities to the same end; and

(7) To represent the members of the Corporation before government departments, boards, bureaus and agencies in matters pertinent to their acts with respect to the activities of the Corporation.

(B) The general purposes and powers are to have and exercise all rights and powers conferred on non-profit corporations under the laws of the State of Florida, including the power to contract, rent, buy or sell personal or real property; provided, however, that this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this Corporation.

(C) The Corporation shall not operate to facilitate the transaction of specific business by its members, promote the private interest of any member, or engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit.

ARTICLE IV - PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is:
3670 Maguire Blvd., Suite 103, Orlando, Florida 32803. The Corporation may maintain offices

and transact business in such other places within the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE V - MEMBERS

A. The membership of the Corporation shall consist of not less than three (3) persons; the first members of the Corporation shall be those persons who are named in these Articles of Incorporation as constituting the first Board of Directors. Any person, family, firm, organization, corporation, governmental body or municipality in the State of Florida is eligible for membership in this Corporation. Unless otherwise provided in the By-Laws, any of the foregoing may be elected a member upon being proposed for membership by any member in good standing, by written application to the President or Secretary, and favorably passed upon by the Board of Directors. The By-Laws may make provision for honorary members.

B. The authorized number, if any, and qualifications of members of the Corporation, the filling of vacancies, the different classes of membership, if any, the property, voting rights, and other rights and privileges of members, and their liability due to dues and assessments and the method of collection, and the termination and transfer of membership, shall be as stated in the By-Laws. Provided, however, that if the voting, property or other rights or interests, or any of them, be unequal, the By-Laws shall set forth the rule or rules by which the respective voting, property or other rights or interests of each member or class of members are fixed and determined.

ARTICLE VI - BOARD OF DIRECTORS

A. The affairs of the Corporation shall be managed and governed by a Board of Directors composed of not less than three (3) Directors, nor more Directors than the number specified in the By-Laws. Provisions for elections and provisions respecting the removal, disqualification, compensation, duties and resignation of Directors and for filling vacancies on the Directorate shall be established by the By-Laws.

B. The following persons shall constitute the first Board of Directors, and shall serve until their successors are elected and qualified:

<u>Name</u>	<u>Address</u>
Kelley Lesperance	Director of Programming & Public Affairs WESH-TV, Inc. P.O.Box 547697, Orlando, FL 32854-7697
John L. Berry, Jr.	FirstUnionNationalBank of Florida P.O.Box 1000, Orlando, FL 32802-1000)
Richard J. Skaggs	Vista Federal Credit Union P.O. Box 10000, Lake Buena Vista, FL 32830
Thomas J. Taylor, Jr.	Sprint, Mail Stop: FLALTC-0703 P.O. Box 153000, AltamonteSprings, FL 32715
Eyett Francis Thomas E. Embree	Fannie Mae Orlando Partnership Office 255 S. Orange Ave., Suite#1590, Orlando, FL 32801
Bruce C. Prevatt Lynn D. Chang	Florida State University 930 W. Park Avenue, Tallahassee, FL 32306-4190
Linda Landman-Gonzalez Paul G. Christman	Darden Restaurants P.O.Box 593330, Orlando, FL 32859-3330
Gary D. Fischer	Wayne Automatic Fire Sprinkler 222 Capitol Court, Ocoee, FL 34761
Brenda Vaughn Ray Gilley	Suntrust Bank 595 Cypress Gardens Blvd., WinterHaven, FL 33880
Robert C. Klettner	449 Boyton Road, Maitland, FL 32751
Edward G. Rawa	Catholic Social Services 141 Spring Lane, WinterPark, FL 32789
Ronald S. Rubin	University of Central Florida c/o 2471 McIntosh Way, Maitland, FL 32751
Marc Stanakis	Northland Community Church 530 Dog Track Road, Longwood, FL 32750
John Stover	Valencia Community College P.O. Box 3028, Orlando, FL 32802
Ana Maria Ahearn	Fifth Third Bank 8801 Tamiami Trail East, Naples, FL 34113-3347
Richard W. Lindgren	Florida Crushed Stone Company P.O.Box 490300, Leesburg, FL 34749-0300

Article VI - Board of Directors - continued

Craig W. Crowder	First Union National Bank 3200 U.S. 27 South, Sebring, Fl 33870
Dorothy M. Dukes	Coordinated Community Care for Children, Inc. 1612 E. Colonial Drive, Orlando, Fl 32803
Ken Stoner	Daytona Beach/Halifax Area Chamber of Commerce P.O. Box 2475 Daytona Beach, Fl 32115

Notwithstanding any other provision in these Articles, any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all the members of the Board shall individually or collectively consent in writing to such action. Such action by written consent shall have the same force and effect as the unanimous vote of such Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation authorize the Directors to so act, and such statement shall be prima facie evidence of such authority.

ARTICLE VII - OFFICERS

A. The principal officers of the Corporation shall be: Chairperson, Vice Chairperson, President, Secretary and Treasurer (the last two officers may be combined). The duties of officers and the time they are to be appointed or elected shall be in the manner set forth in the By-Laws adopted by the Corporation. The Corporation will at all times maintain a President and a Secretary.

B. The names of the officers who are to serve until the first election of officers pursuant to the terms of the By-Laws, are as follows:

<u>Title</u>	<u>Name and Address</u>
President	Thomas E. Yost 1156 Fairway Drive Winter Park, Fl 32792-5106
Vice President - Membership Branch Office Operations & Quality Assurance	Joseph W. Newsome 545 Sunrise Drive Casselberry, Florida 32707
Chair	John L. Berry, Jr. First Union National Bank of Florida P.O. Box 1000 Orlando, Florida 32802-1000

Vice Chair	Richard J. Skaggs Vista Federal Credit Union P.O.Box 10000, Lake Buena Vista, FL 32830
Vice President - Public Relations Housing/Education/Training	Barbara A. Morton 11501 McMullen Road Riverview, FL 33569
Vice President - Finance and Budget Chief Financial Officer	Scott P. Fagan 3288 Bishop Park Drive #928 Winter Park, Florida 32792
Secretary	Thomas J. Taylor, Jr P.O.Box 153000 Sprint - Mail Stop FLALTC0703 Altamonte Springs, FL 32715-3000
Treasurer	Robert C. Klettner 449 Boyton Road Maitland, FL 32751

ARTICLE VIII - BY-LAWS

The By-Laws of the Corporation shall initially be made and adopted by a majority of the Board of Directors. The By-Laws may be amended, altered, supplemented or modified at any time, and from time to time, by a majority of the Board of Directors.

ARTICLE IX - DEDICATION AND DISTRIBUTION OF ASSETS

No part of the net earnings of this Corporation shall be distributed to, or inure to the benefit of, any Director or Officer of this Corporation, contributor or private individual. No loans, other than through the purchase of bonds, debentures, or similar obligations of the type customarily sold in public offerings, or through ordinary deposit of funds in a bank, may be made by the Corporation to its Directors or Officers, or to any other corporation, firm, association, or other entity in which one or more of its Directors or Officers is a director or officer or holds a substantial financial interest, except a loan by one corporation which is exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to another corporation which is exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, its assets shall be distributed to non-profit and charitable corporations or institutions which are, at the time of distribution, qualified for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law, as may be designated by the Directors to be used for purposes similar to those of this Corporation. If a qualified organization cannot be agreed upon by the Directors, the Directors shall transfer all of the assets of the Corporation to a court of competent jurisdiction for disposition.

ARTICLE X - POWERS

This Corporation shall have all the powers set forth in Florida Statutes Chapter 617, et seq. Without limiting the foregoing, the Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things, and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish or attain any of these purposes. Notwithstanding anything to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501, Subsection C of the Internal Revenue Code of 1986, as amended, and the regulations thereunder as they now exist or as they may have been heretofore and hereafter amended from time to time.

ARTICLE XI - PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles, this Corporation will not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law, or a corporation to which

contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law.

ARTICLE XII - AMENDMENT TO ARTICLES OF INCORPORATION

An amendment to these Articles of Incorporation may be proposed by any Director of the Corporation and shall be adopted in the same manner as is provided for the amendment of the By-Laws as set forth in Article VIII above. Said amendment shall be effective when a copy thereof, together with an attached certificate of its approval by the Board, sealed with the corporation seal, signed by the Secretary or Assistant Secretary, and executed and acknowledged by the President or Vice President, has been filed with the Florida Secretary of State, and all filing fees paid.

ARTICLE XIII - INDEMNIFICATION

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation to the fullest extent now or hereafter permitted by law, and is not personally liable for any act, debt, liability or obligation of the Corporation.

ARTICLE XIV - INITIAL MEMBER

The name and address of the initial Member of the Corporation is:

Thomas E. Yost
3670 Maguire Blvd., Suite 103
P.O. Box 4963
Orlando, FL 32802-4963

ARTICLE XV - REGISTERED AGENT

The name and address of the initial registered agent of this Corporation is:

Thomas F. Lang
Allen, Lang, Curotto & Peed, P.A.
105 E. Robinson Street, Suite 201
P.O. Box 3628
Orlando, Florida 32802-3628

ARTICLE XVI - INCORPORATOR

The name and street address of the Incorporator is as follows:

Thomas E. Yost
3670 Maguire Blvd., Suite 103
Orlando, FL 32803

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, as the sole Incorporator of this Corporation, has executed these Articles of Incorporation on this 2nd day of ~~January~~^{February}, 1999.

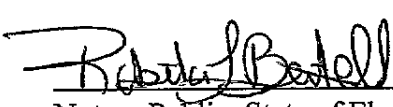

THOMAS E. YOST
Incorporator

STATE OF FLORIDA)
)
COUNTY OF ORANGE)

I HEREBY CERTIFY that on this 2nd day of ~~January~~^{February}, 1999, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, THOMAS E. YOST, to me well known and known to me to be the individual described herein or who has produced a valid driver's license as identification, and who executed the foregoing instrument as Incorporator of CONSUMER CREDIT COUNSELING SERVICE OF CENTRAL FLORIDA, INC., and acknowledged to and before me that he signed and executed such instrument for the uses and purposes therein stated.

I have hereunto set my hand and affixed my official seal, at Orlando, Florida, on the day and year last above written.

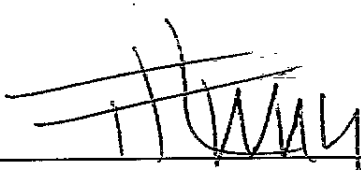



Notary Public, State of Florida
Print Name: Roberta L. Bertell
My Commission Expires: May 26th 2002
My Commission No.: CC745506

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for CONSUMER CREDIT COUNSELING SERVICE OF CENTRAL FLORIDA, INC., at the place designated in the foregoing Articles of Incorporation, I hereby am familiar with and agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations as registered agent for said Corporation.

DATED this 3rd day of ^{February}~~January~~, 1999.



THOMAS F. LANG
Registered Agent


99 FEB -4 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA)
)
COUNTY OF ORANGE)

I HEREBY CERTIFY that on this 3rd day of ^{February}~~January~~, 1999, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, THOMAS F. LANG, to me well known and known to me to be the individual described herein or who has produced a valid driver's license as identification, and who executed the foregoing instrument as Registered Agent of CONSUMER CREDIT COUNSELING SERVICE OF CENTRAL FLORIDA, INC., and acknowledged to and before me that he signed and executed such instrument for the uses and purposes therein stated.

I have hereunto set my hand and affixed my official seal, at Orlando, Florida, on the day and year last above written.



Notary Public; State of Florida
Print Name: Teresa J Peter
My Commission Expires: _____
My Commission No.: _____

