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Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

FCS, INC.

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 7, 2000

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## ARTICLES OF INCORPORATION OF FCS OF SOUTH FLORIDA, INC.

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

### Article I

The name of this corporation is: **FCS OF SOUTH FLORIDA, INC.** The corporate mailing address is: 2455 East Sunrise Boulevard, Fort Lauderdale, Florida 33304.

### Article II

The general nature of the business to be transacted by this corporation is to provide credit counseling services or any other lawful purpose. It shall have every corporate power granted by the Florida legislature.

### Article III

The maximum number of shares of stock with which this corporation is authorized to have outstanding at any time is two hundred (200) shares at no par value.

Prepared by:  
Jeffrey Begens, Esq.  
9600 West Sample Road, Suite 501  
Coral Springs, Florida 33065  
Telephone: 954-236-4449  
FBN: 730051

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#### **Article IV**

The corporation shall have perpetual existence.

#### **Article V**

The street address of the initial registered office of this corporation is: 2455 East Sunrise Boulevard, Fort Lauderdale, Florida 33304 and the name of the initial registered agent of this corporation at that address is Geovanny Mendez.

#### **Article VI**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but there shall never be less than one director. The name and the address of the initial director of this corporation is: Geovanny Mendez, 2455 East Sunrise Boulevard, Fort Lauderdale, Florida 33304.

#### **Article VII**

The name and address of the person signing these Articles is: Geovanny Mendez, 2455 East Sunrise Boulevard, Fort Lauderdale, Florida 33304.

#### **Article VIII**

Each shareholder shall have the preemptive right to purchase at the price at

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FBN: 730051

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which it is offered to others, and on the same terms, his or her pro rata share of any authorized and unissued Treasury Stock of this Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

#### Article IX

This corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of February 2000.

BY:

  
Geovanny Mendez, as director

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Prepared by:  
Jeffrey Begens, Esq.  
9600 West Sample Road, Suite 501  
Coral Springs, Florida 33065  
Telephone: 954-236-4449  
FBN: 730051

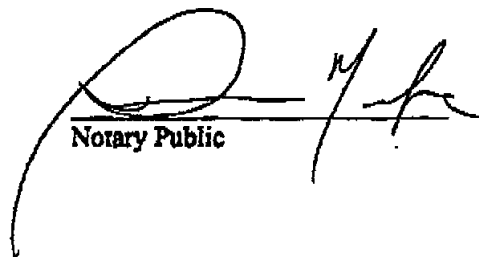
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**STATE OF FLORIDA  
COUNTY OF BROWARD**

**BEFORE ME**, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared **Geovanny Mendez**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7<sup>th</sup> day of February 2000.

  
Notary Public



**CERTIFICATE DESIGNATING 4 REGISTERED PLACE OF**

Prepared by:  
Jeffrey Begens, Esq.  
9600 West Sample Road, Suite 501  
Coral Springs, Florida 33065  
Telephone: 954-236-4449  
FBN: 730051

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**BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
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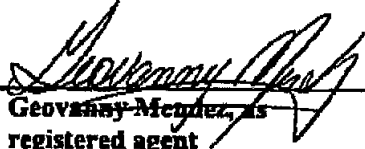
Pursuant of Section 48.091, Florida Statutes, the following is submitted in  
compliance with said Act:

That **FCS OF SOUTH FLORIDA, INC.** desiring to organize under the  
laws of the State of Florida, with its principal office located at 2455 East Sunrise  
Boulevard, Fort Lauderdale, Florida 33304, which is located in the City of Fort  
Lauderdale, in the County of Broward, and in the State of Florida, has named  
**Geovanny Mendez**, who is located at 2455 East Sunrise Boulevard, Fort  
Lauderdale, Florida 33304, which is located in the City of Fort Lauderdale, in the  
County of Broward, and in the State of Florida, as its agent to accept service of  
process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated  
corporation, at the place designated in this certificate, I hereby accept to act in this  
capacity and agree to comply with the provision of said Act relative to keeping  
open said office.

BY:

  
**Geovanny Mendez, as  
registered agent**

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