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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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From:

Account Name : WARD, DAMON & POSNER, P.A.
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Fax Number : (561) 842-3626

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

DEBTIM, INC.

Certificate of Status	1
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FROM-

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 25, 2000

WARD DAMON & POSNER

SUBJECT: TDP, INC.
REF: W000000018450

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS TDP, INC. DOC #P95000037926.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Attn. #: H00000038868
Letter Number: 700A00040395

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION
OF
DEBTIM, INC.**

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: **DEBTIM, INC.**

ARTICLE II - DURATION

The duration of this Corporation is perpetual

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address of the business is 1683 Forum Place, West Palm Beach, Florida 33401, and the principal place of business of this Corporation is 1683 Forum Place, West Palm Beach, Florida 33401.

ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) shares of common voting stock.

ARTICLE VI - SHAREHOLDER RIGHTS

Shareholders of the Corporation shall have preemptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

Prepared by
Roger C. Stanton
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 0066303
561/842-3000

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This Article VI pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the Corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the Corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered office in Florida is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407 and the name of its initial registered agent at that address is Roger C. Stanton.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Name

Roger C. Stanton

Address

Ward, Damon, Beverly, Tittle & Posner, P.A.
4420 Beacon Circle - Suite 100
West Palm Beach, FL 33407

DATED this 25th day of July, 2000.


Roger C. Stanton
(Incorporator)

STATE OF FLORIDA / COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Roger C. Stanton, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 25th day of July, 2000

Notary Public State of Florida at Large

Sign: 

Prepared by:
Roger C. Stanton
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 0066303
561/842-3000

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**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

ACKNOWLEDGMENT:

Having been named to accept service of process for **DEBTIM, INC.** at the initial registered office of the Corporation in this State designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Section 607.0505 Florida Statutes.

Date: July 25, 2000



Roger C. Stanton

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