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ANTHONY G. COLEMAN, JR., P.A.

3275 West Hillsboro Boulevard
Suite 207
Deerfield Beach, Florida 33442

(954) 354-2785

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JANUARY 4, 2001

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32301

500003528265--1
-01/08/01--01115--017
*****70.00 *****70.00

RE: CORPORATE ARTICLES

DEAR SIR/MADAM:

ENCLOSED PLEASE FIND DULY EXECUTED ARTICLES OF INCORPORATION
FOR DEBT CONSOLIDATION, LTD., DUPLICATE OF SAME AND PAYMENT IN
THE AMOUNT OF \$70.00.

AFTER FILING SAME AND ISSUING CERTIFICATE, PLEASE FORWARD THE
DATE STAMPED COPY TO:

ANTHONY G. COLEMAN, JR., P.A.
3275 West Hillsboro Boulevard
Suite 207
Deerfield Beach, Florida 33442

SINCERELY,


ANTHONY G. COLEMAN, JR., ESQ.

FILED
01 JAN 22 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Anthony
GAVE
AUTHORIZATION BY PHONE TO
CORRECT Supp
DATE 1-23-01
DOC. EXAM W

✓ 01 JAN 23 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 11, 2001

ANTHONY G. COLEMAN JR., P.A.
3275 WEST HILLSBORO BLVD STE 207
DEERFIELD BEACH, FL 33442

SUBJECT: DEBT CONSOLIDATION, LTD.
Ref. Number: W01000000872

We have received your document for DEBT CONSOLIDATION, LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 901A00001660

**ARTICLES OF INCORPORATION
OF
FIRST DEBT CONSOLIDATION, INC**

FILED

01-JAN-22 AM 10:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME
FIRST DEBT CONSOLIDATION, INC**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
15398 92ND COURT N.
WEST PALM BEACH, FL 33412

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
ELIZABETH FARNACH
15398 92ND COURT N.
WEST PALM BEACH, FL 33412

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:
ELIZABETH FARNACH
15398 92ND COURT N.
WEST PALM BEACH, FL 33412


The undersigned has (have) executed these Articles of Incorporation this date: JANUARY 3, 2001


ELIZABETH FARNACH, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

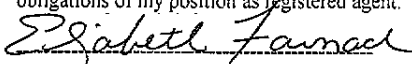
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **FIRST DEBT CONSOLIDATION, INC**
2. The name and address of the registered agent and office is:
**ELIZABETH FARNACH
15398 92ND COURT N.
WEST PALM BEACH, FL 33412**

SIGNATURE 
TITLE: **INCORPORATOR**

DATE: **JANUARY 3, 2001**

Having been named Registered Agent 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.


Registered Agent

JANUARY 3, 2001
Date