

**PO1000106113**

**LAW OFFICE OF CHRIS GOODALL, P.A.**

**1940 HARRISON STREET — SUITE 201-C  
HOLLYWOOD, FL 33020**

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October 26, 2001

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

900004662449-1  
=11/01/01=01030-016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

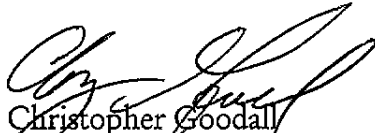
SUBJECT: INCORPORATION OF AMERICAN RECEIVABLE RECOVERY, INC.

Dear Division:

Enclosed please find an original and two (2) copies of the articles of incorporation for the above listed entity and a check for \$78.75 to pay the filing fee and for a certified copy. Should you have any questions, please feel free to contact me anytime after 7:30 a.m.

Thank you for you assistance.

Sincerely,

  
Christopher Goodall  
Florida Bar # 180793

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*gjc 11/2*

ARTICLES OF INCORPORATION FOR  
AMERICAN RECEIVABLE RECOVERY, INC.

We, the undersigned, do hereby certify that we have associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of corporations for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of said corporation.

ARTICLE I - NAME

The name of this corporation shall be American Receivable Recovery, Inc., and its principal place of business shall be located at 1940 Harrsion Street, Suite 200-C, Hollywood, FL 33020, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors.

ARTICLE II - DURATION

This Corporation shall have perpetual existence unless dissolved in a manner provided by law.

ARTICLE III - PURPOSE & POWERS

This Corporation is organized for the transaction of any and all lawful purposes, and shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The capital stock of this Corporation shall be composed of five hundred (500) shares of stock with a par value of One Dollar (\$1.00) per share. The capital stock shall be sold, assigned, issued, and transferred only in accordance with the By-Laws of the corporation as the corporation may from time to time, make, change, or alter with a lien reserved in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due by the holder of the same to the corporation and which shall be a lien thereon superior to all other liens and claims of every character and all assignments or transfers of stock of this corporation shall be subject thereto.

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

## ARTICLE V – CORPORATE POWERS

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of, the Board of Directors. This Article may be amended from time to time in the By-Laws of the Corporation by a majority vote of the stockholders of the corporation.

## ARTICLE VI – INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) initial director. The number of Directors of this Corporation shall be not less than one (1) nor more than five (5). The name and address of the initial director of this Corporation is:

Richard Goodall  
1625 Weeping Willow Way  
Hollywood, FL 33019

## ARTICLE VII – INCORPORATOR

Richard Goodall  
1625 Weeping Willow Way  
Hollywood, FL 33019

## ARTICLE VIII – AMENDMENTS

This Corporation reserves the right to amend, rescind, or appeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

## ARTICLE IX – RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the shareholders in the Corporation may not be resold or otherwise transferred to other person without the written consent by ALL of the shareholders or unless first offered to remaining shareholders or to the corporation. The price and terms at which, and the time within which those shares may be offered and sold shall be further specified by written agreement among all of the shareholders of the Corporation.

This Article shall not be interpreted as a restriction on the right of any shareholder to have his/her entire stock holding redeemed by the Corporation. All stock certificates issued will be prominently marked "RESTRICTED", with notation made to the Articles of Incorporation and/or By-Laws of the Corporation. A subsequent and properly executed Shareholders' Agreement by all the shareholders is deemed to override any provisions herein contrary to such Agreement.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26 day of OCT, 2001.

Richard Goodall  
Richard Goodall

STATE OF FLORIDA  
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 26 day of OCT, 2001 before me personally appeared Richard Goodall, who is personally known to me, or who presented \_\_\_\_\_ as identification, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 26 OCT, 2001.

 Steven M Baker  
★ My Commission CC815184  
Expires March 7 2003

Steven M. Baker  
STEVEN M. BAKER  
Print name & commission

My commission expires:



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in  
compliance with said Act:

First – American Receivable Recovery, Inc. desiring to organize under the laws  
of the State of Florida has named Christopher Goodall located at 1940 Harrison Street,  
Suite 201-C, Hollywood, FL 33020, 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 place designated in this certificate, I hereby accept to act in the this capacity, and agree  
to comply with the provision of said Act relative to keeping open said office.

By: \_\_\_\_\_

Resident Agent

Christopher Goodall

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TALLAHASSEE, FLORIDA