CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P01000120928 1 Debt Reduction Inc.

OI DEC 26 AM 10: 59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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|-----|--------------------------------|---|
| . 1 | Art of Inc. File | |
| - | 1 | |
| | LTD Partnership File | <u> </u> |
| | Foreign Corp. File | • Single |
| | L.C. File | |
| | Fictitious Name File | |
| | Trade/Service Mark | Company of Branch State |
| | Merger File | |
| | Art. of Amend. File | |
| l | RA Resignation | - = |
| | Dissolution / Withdrawal | |
| | Annual Report / Reinstatement | |
| | Cert. Copy | |
| | Photo Copy | w de la compa |
| | Certificate of Good Standing | |
| | Certificate of Status | |
| | Certificate of Fictitious Name | |
| | Corp Record Search | |
| | Officer Search | , |
| | Fictitious Search | - |
| | Fictitious Owner Search | |
| | Vehicle Search | |
| | Driving Record | |
| | UCC 1 or 3 File | |
| | UCC 11 Search J. BRYAN UL | 2 6 2001 |
| | UCC 11 Retrieval | |
| | Courier | |
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| RECEIVE | 01 DEC 26 AI | DIVISION OF CORPORATE ME TALL AHASSEE TEORIDA |

12/26/01

Will Pick Up _

Time

Date

Signature

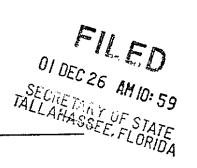
Requested by:

174 Ponder's Printing • Thomasville, GA 8/00

Name

Walk-In

ARTICLES OF INCORPORATION OF ALL DEBT REDUCTION INC. 7765 -A U.S.1 HWY SOUTH TITUSVILLE, FL. 32780



THE UNDERSIGNED SUBSCRIBER (s) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON (s) COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE 1 - CORPORATE NAME

THE NAME OF THE CORPORATE IS:

ALL DEBT REDUCTION INC.

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III -PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV- CAPITAL STOCK

THE CORPORTATION IS AUTHORIZED TO ISSUE FIVE HUNDRED SHARES (_500____) OF ONE DOLLAR (s) (\$_1.00_____) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON STOCK".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

| ADDRESS: 7765 - A HWY U.S. 1 | SOUTH | |
|--|--|------------------------------------|
| CITY: TITUSVILLE | ,FLORIDA_ | ZIP 32780 |
| | ICLE VI- INITIAL BOARD O | |
| BI-LAWS,BUT SHALL NEVER BI DIRECTOR(s) OF THE CORPORT | IVEONE(I MAY BE INCREASED OR DIMINISHE E LESS THAN ONE (I). THE NAMES TATION ARE AS FOLLOWS: | AND ADDRESS OF THE INITIA |
| VAME: DAVID MOISDON | | |
| ************************************** | SOUTH | |
| CITY: TITUSVILLE | ,FLORIDA | ZIP 32780 |
| VAME: | | |
| DDRESS: | | |
| TITY: | "FLORIDA | 717 |
| AME: | | |
| | | |
| DDRESS: | | |
| DDRESS: | ,FLORIDA | |
| ART | "FLORIDA_ TCLE VII - INCORPORATOI OF THE PERSON(s) SIGNING THI LOWS: | ZIP |
| ART HE NAME AND ADDRESSES (NCORPORATION ARE AS FOL ME: DAVID MOISDON ODRESS: 7765 - A HWY U.S. 1 SO | "FLORIDA_ TCLE VII - INCORPORATOI OF THE PERSON(s) SIGNING THE LOWS: UTH_ | ZIP RS ESE ARTICLES OF |
| ART HE NAME AND ADDRESSES OF NOTION ARE AS FOL ME: DAVID MOISDON ODRESS: 7765 - A HWY U.S. 1 SO | "FLORIDA_ TICLE VII - INCORPORATOI OF THE PERSON(s) SIGNING THE LOWS: UTH,FLORIDA_ | ZIP RS ESE ARTICLES OF |
| ART HE NAME AND ADDRESSES OF NOORPORATION ARE AS FOL MME: DAVID MOISDON ODRESS: 7765 - A HWY U.S. 1 SO TY: TITUSVILLE | "FLORIDA_ TICLE VII - INCORPORATOI OF THE PERSON(s) SIGNING THE LOWS: UTH,FLORIDA_ | ZIP RS ESE ARTICLES OF |
| ART HE NAME AND ADDRESSES OF NOORPORATION ARE AS FOL AME: DAVID MOISDON ODRESS: 7765 - A HWY U.S. 1 SO TY: TITUSVILLE THE: THESS: | ,FLORIDA_ TICLE VII - INCORPORATOI OF THE PERSON(s) SIGNING THE LOWS: UTH,FLORIDA | ZIP RS ESE ARTICLES OF ZIP 32780 |
| ART HE NAME AND ADDRESSES OF NOORPORATION ARE AS FOL MME: DAVID MOISDON ODRESS: 7765 - A HWY U.S. 1 SO TY: TITUSVILLE ME: DRESS: | JELORIDA TICLE VII - INCORPORATOI OF THE PERSON(s) SIGNING THE LOWS: UTH,FLORIDA,FLORIDA | ZIP RS ESE ARTICLES OF ZIP 32780 |
| ART HE NAME AND ADDRESSES OF ICORPORATION ARE AS FOL AME: DAVID MOISDON ODRESS: 7765 - A HWY U.S. 1 SO TY: TITUSVILLE ODRESS: TY: TY: ME DRESS | ,FLORIDA_ TICLE VII - INCORPORATOI OF THE PERSON(s) SIGNING THE LOWS: UTH,FLORIDA | ZIP RS ESE ARTICLES OF ZIP 32780 |

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER (S) HAVE EXECUTED THESE ARTICLES

| OF INCORPORATION THIS | 18_ | DAY OF Dec. | 2001 | · |
|---|---|-------------------------------------|-------------------|--------------|
| | , | DAY OF Dec. | iodon | (SEAL) |
| | | | | (SEAL) |
| | | | | (SEAL) |
| STATE OF FLORIDA |) | | | |
| COUNTY OF Brevard | .ss | : 1 | | |
| BEFORE ME, A NOTARY PUBLIC AUTH SET FORTH ABOVE PERSONALLY APP | - ************************************* | | | E AND COUNTY |
| <i>U</i> | AUIN | Moisoon | / | |
| KNOWN TO ME AND KNOWN TO BE TH NCORPORATION, AND WHO ACKNOW EXECUTED THESE ARTICLES OF INCO | | | FOREGOING ARTIC | CLES OF |
| N WITNESS WHEREOF, 1 H | IAVE HER 18 | EUNTO AFFIXED MY HAN DAY OF O | D AND SEAL, IN TH | E STATE AND |
| Cecil Wilson MY COMMISSION # CC793815 EXPIRES November 29, 2002 POHDED THRU TROY FAIN INSURANCE, INC. | | RY SEAL) LLL, (NOTARY PUBLIC, ST | Ph) | , L |
| | | MY COMMISION EXP | PIRES: | |

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

| ALL DEBT REDUCTION INC. |
|--|
| (name of corporation) |
| PURSUANT TO FLORIDA STATUE SECTIONS 48.091 AND 607.304, THE FOLLOWING SUBMITTED: THE ABOVE CORPORTATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION |
| AT 7765 - A HWY U.S. 1 SOUTH |
| HAS NAMED DAVID MOISDON |
| LOCATED AT THE AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE. |
| |
| ASSET OF THE PROPERTY OF THE P |
| FEE FLORING 59 |
| 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 PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.