



P020000006176

FILED

02 JAN 16 AM 8:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 722580 169981A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 78.75

ORDER DATE : January 16, 2002

ORDER TIME : 3:07 PM

ORDER NO. : 722580-005

CUSTOMER NO: 169981A

800004779578--8

CUSTOMER: James T. Gately, Esq
James T. Gately

Suite 201
3101 West 95th Street
Evergreen Park, IL 60805

DOMESTIC FILING

NAME: D.J.C. MANAGEMENT AND
CONSULTANTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (1) CERTIFIED COPY
XX (1) PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS: _____
DIVISION OF STATE
CORPORATIONS

02 JAN 16 PM 3:37

RECEIVED

W02-1418
J. BRYAN JAN 16 2002

J. BRYAN JAN 18 2002



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 16, 2002

CSC

SUBJECT: D.J.C. MANAGEMENT AND CONSULTANTS INC.
Ref. Number: W02000001418

FILED
02 JAN 16 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RESUBMIT
Please give original
submission date as file date.

We have received your document for D.J.C. MANAGEMENT AND CONSULTANTS INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

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) 245-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 802A00002370

RECEIVED
02 JAN 17 PM 3:21
DEPARTMENT OF STATE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

D.J.C. MANAGEMENT AND CONSULTANTS INC.

FILED
02 JAN 16 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

ARTICLE I

NAMES

The name of the Corporation is: D.J.C. Management and Consultants, Inc.

ARTICLE II

TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation, and the Corporation shall have perpetual existence thereafter.

ARTICLE III

NATURE OF BUSINESS

The Corporation may engage in the business transaction of Debt Recovery and all related services thereto as well as any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

POWERS

The Corporation shall have power:

- A) To have perpetual succession by its corporate name;
- B) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
- C) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

D) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

E) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

F) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law;

G) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other governmental state, territory, governmental district, or municipality or of any instrumentality thereof;

H) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

I) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

J) To conduct its business, carry on its operations and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;

K) To elect or appoint officers and agents for the Corporation including teachers, administrative personnel and other persons and define their duties and fix their compensation;

L) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;

M) To make donations for the public welfare or for charitable, scientific or educational purposes;

N) To transact any lawful business which the Board of Directors of the Corporation shall find will be in aid of the governmental policy;

O) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, health plans, medical plans, dental plans, insurance plans and other incentive or

benefit plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of any subsidiaries it may have;

P) To be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise;

Q) To have and exercise all powers necessary or convenient to effects its purposes.

ARTICLE V CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares with no par value per share, and which shall be designated as Common Stock.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 144 TURTLECREEK DRIVE TEQUESTA, FLA. 33469, its initial registered agent at such address is DANIEL J. CRONIN, REPRESENTATIVE.

ARTICLE VII DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from the time by the bylaws of the Corporation, provided that the Corporation shall always have at least one (1) but no more than ten (10) directors. The name and address of the initial directors of the Corporation, who shall serve until his successors are duly elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Daniel J. Cronin	144 Turtle Creek Drive Tequesta, Fla. 33469
Jeanne A. Cronin	144 Turtle Creek Drive Tequesta, Fla. 33469

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is Daniel J. Cronin, 144 Turtle Creek Drive Tequesta, FL 33469.

ARTICLE IX

BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Corporation's Board of Directors.

ARTICLE X
INDEMNIFICATION

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

ARTICLE XI
PREEMPTIVE RIGHTS

Each shareholder of the Corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, or kind series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such as shareholder holds at the time of issuance bears to the total number of share then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights shall be waived if such shareholder does not exercise his preemptive rights by tendering full payment to Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for sale of such shares (or securities convertible into such shares). A shareholder may also waive his preemptive rights by affirmative written notice to waive within thirty (30) days of receipt of notice of the Corporation's issuance of shares.

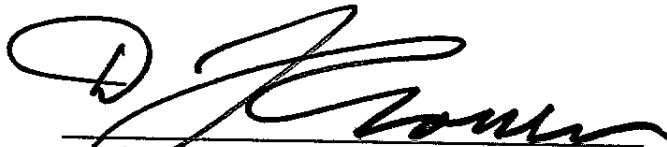
ARTICLE XII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XIII
PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall be 144 Turtle Creek Drive, Tequesta, FL 33469.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 2nd day of October, 2001.


Daniel J. Cronin, Incorporator

STATE OF ILLINOIS
COUNTY OF COOK

The foregoing instrument was acknowledged before me this 2nd day of October, 2001, by Daniel J. Cronin, who is personally known to me and he did take an oath.



[SEAL]

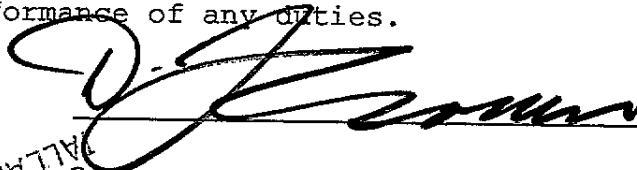

NOTARY PUBLIC
MY COMMISSION EXPIRES:

James T. Gately
PRINT NAME

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of any duties.

dated: October 2, 2001


02 JAN 16 AM 8:16
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA