

PO2000015202

Virginia Swanson  
5840 Stirling Road #113  
Hollywood, FL 33021

February 1, 2002

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

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-02/05/02--01073--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

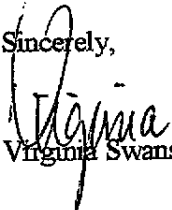
Re: Incorporation papers

Dear Mssrs,

Please find enclosed my Articles of Incorporation and a check for \$78.75. Please send me a certified copy for my records at the above listed address.

Thank you for all of your help.

Sincerely,

  
Virginia Swanson

FILED  
2002 FEB -5 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1/2  
2/11/02

**ARTICLES OF INCORPORATION  
OF  
DEBT SOLUTIONS USA, INC.**

2002 FEB -5 AM 11:43

The undersigned incorporator to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida as follows:

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

**Name and Address**

The name of this corporation is Debt Solutions USA, Inc. The street address of the corporation is 5840 Stirling Road #113, Hollywood, Florida 33021.

**ARTICLE II**

**Term of Existence**

This Corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date and time of filing of the Articles of Incorporation by the Department of State stated herebelow.

**ARTICLE III**

**Purpose**

This corporation is organized for the purposes of assisting individuals in the repayment and/or restructuring of their debt.

**ARTICLE IV**

**Capital Stock**

The aggregate number of shares which the corporation has authority to issue is One Hundred (100), all of which shall be common shares with a par value of One Dollar(\$1.00) per share.

**ARTICLE V**

**Initial Registered Office and Agent**

The name and address of the initial registered agent is: Virginia Swanson, 5840 Stirling Road Suite 113, Hollywood, Florida 33021.

## **ARTICLE VI**

### **Initial Board of Directors**

The board of directors of the corporation shall consist of not less than (1) member as fixed and determined from time to time by the shareholders. The name and address of the member of the first Board of Directors is:

Virginia Swanson    5840 Stirling Road #113  
Hollywood, FL 33021

## **ARTICLE VII**

### **Incorporators**

The names and street addresses of the incorporators to these Articles of Incorporation are:

Virginia Swanson    5840 Stirling Road #113  
Hollywood, FL 33021

## **ARTICLE VIII**

### **Executive Committee**

The Board of Directors may, by resolution, designate one or more of their number to substitute an Executive Committee, who, to the extent provided in such resolution, or in the By Laws of the Corporation, shall have and may exercise the powers of the Board of Directors. The Board of Directors may, by resolution, discontinue the Executive Committee or change the members thereof at any time.

## **ARTICLE IX**

### **Indemnification**

The Corporation shall indemnify any officer or director or any former officer or director or member of the Executive Committee or any shareholder to the full extent permitted by law.

## ARTICLE X

### Disqualification


If any officer, shareholder, agent or employee who has been rendering professional services to the public becomes legally disqualified to render such professional services within any state or accepts employment that, pursuant to existing law, places restrictions or limitations upon his/her continued rendering of such professional services, he/she shall sever all employment with and financial interests in this corporation forthwith.

## ARTICLE XI

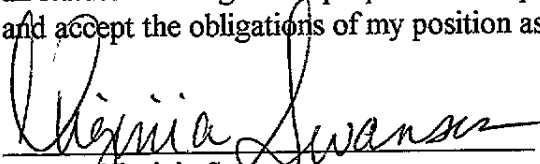
### Amendment

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto and any rights conferred upon the shareholders is subject to this reservation.

The undersigned have executed these Articles of Incorporation this 1st day of February, 2002.

  
Virginia Swanson  
Sole Incorporator

Having been named as registered agent and 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.

  
Virginia Swanson

2/1/02  
Date

FILED  
2002 FEB -5 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA