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#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 24, 2003

ROBERT W MEAD, JR, ATTORNEY P O BOX 2346 ORLANDO, FL 32802-2346

SUBJECT: CREDIT DEBT SOLUTIONS, INC.

Ref. Number: W03000039129

We have received your document for CREDIT DEBT SOLUTIONS, INC. and your check(s) totaling \$78.75. 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.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6855.

Tammy Hampton Document Examiner New Filings Section

Letter Number: 303A00068560

# Dean, Mead, Egerton, Bloodworth, Capouano & Bozarth, P. A.

ATTORNEYS AND COUNSELORS AT LAW

P. O. BOX 2346 ORLANDO, FLORIDA 32802-2346 BOO NORTH MAGNOLIA AVENUE SUITE 1500 ORLANDO, FLORIDA 32803

(407) 841-1200 FAX (407) 483-1831

Writer's E-Mail NOlan@deanmead.com

www.deanmead.com

Writer's Direct Dial (407) 428-5109 Writer's Direct Fax (407) 423-7107

January 27, 2004

Ms. Tammy Hampton Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

Letter No.: 303A00068560

Credit Debt Solutions, Inc./Ref. No.: W03000039129

Dear Ms. Hampton:

Enclosed for your information is a copy of your December 24, 2003 letter rejecting the filing of the Articles of Incorporation for the above corporation. Also enclosed is the original and one copy of Articles of Incorporation for "Liberty Debt Solutions, Inc.", which will begin its existence upon filing. Please note that our check in the amount of \$78.75 (covering the \$35.00 filing fee, \$8.75 fee for the certified copy and the \$35.00 fee for the designation of registered agent) was sent with our letter of December 9, 2003 and retained by your office.

Once the Articles have been filed, please return the certified copy to me at the above address. Thank you for your assistance.

Sincerely

Nancy Olan, Paralegal to

Robert W. Mead, Jr.

/no Enclosures

cc: Ms. Eulalia De La Espriella

IN BREVARD COUNTY
DEAN MEAD
(321) 255-8500

O0118537v1

DEAN

DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUAND & BOZARTH, P. A.

ATTORNEYS AND COUNSELORS AT LAW

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Writer's E-Mail RMead@deanmead.com www.deanmead.com

Writer's Direct Dial (407) 428-5111 Writer's Direct Fax (407) 423-7107

December 9, 2003

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

Credit Debt Solutions, Inc.

Dear Sir or Madam:

Please find enclosed the original and one copy of **Articles of Incorporation** for the above corporation, which will begin its existence upon filing. Also enclosed is our **check** for \$78.75 to cover the \$35.00 filing fee, the \$8.75 fee for the certified copy and the \$35.00 fee for the designation of registered agent.

Once the Articles have been filed, please return the certified copy to me at the above address. Thank you for your assistance.

Sincerely.

Robert W. Mead, Jr.

RWM/no Enclosures

cc: Ms. Eulalia De La Espriella

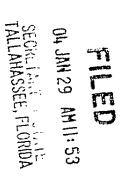
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# ARTICLES OF INCORPORATION

OF

# LIBERTY DEBT SOLUTIONS, INC.



The undersigned, acting as the incorporators pursuant to Chapter 607 of the Florida Statutes, hereby form a corporation for profit under the laws of the State of Florida and adopt the following Articles of Incorporation for such Corporation:

#### **ARTICLE I - NAME OF CORPORATION**

The name of this Corporation will be Liberty Debt Solutions, Inc.

#### ARTICLE II - TERM OF EXISTENCE

This Corporation will commence its existence on the date these Articles of Incorporation are filed with the Secretary of State for the State of Florida and will exist perpetually unless dissolved according to law.

#### ARTICLE III - PRINCIPAL OFFICE

The principal office of this Corporation will be located at 7850 N.W. 146 Street, Suite 511, Miami Lakes, Florida 33016.

#### ARTICLE IV - GENERAL PURPOSE

The general purpose for which this Corporation is organized will be to provide credit counseling and debt management services to consumers by helping them consolidate their unsecured debts.

Prepared by:

Robert W. Mead, Jr., Esq. Florida Bar No. 119879 Dean, Mead, et al

P.O. Box 2346, Orlando, Florida 32802

#### ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is Five Hundred (500) shares of common stock having a par value of Ten Dollars (\$10.00) per share.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida will be 7840 N.W. 146 Street, Suite 511, Miami Lakes, Florida 33016. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Eulalia De La Espriella. The Board of Directors may from time to time designate a new registered agent.

# **ARTICLE VII - INCORPORATOR**

Nama

The names and street addresses of the incorporators of this Corporation are:

Ctuant Addungs

<u>Name</u>	Street Address
Eulalia De La Espriella	78500 N.W. 146 Street Suite 511 Miami Lakes, Florida 33016
Eulalia Emiliani	7850 N.W. 146 Street Suite 511 Miami Lakes, Florida 33016

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation will be two (2).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but will never be less than one (1).

The name and street address of the initial members of the Board of C. Directors, who will hold office for the first year of existence of this Corporation or until their successors are elected or appointed and has qualified, are:

<u>Name</u>	Street Address
Eulalia De La Espriella	7850 N.W. 146 Street Suite 511 Miami Lakes, Florida 33016
Eulalia Emiliani	7850 N.W. 146 Street Suite 511 Miami Lakes, Florida 33016

## ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporators have made and subscribed these Articles of Incorporation at Miami Lakes, Florida, this 15th day of January, 2004.

Having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: <u>Culolia Chella</u>
Eulalia De La Espriella Date: January 15, 2004