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LETTER OF TRANSMITTAL

To: Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Fl. 32399

In Re: Debt Collection Protection P.A.

Gentlemen;

Enclosed please find the original and one copy of the Articles of Incorporation for **Debt Collection Protection P.A.** together with a check for \$70.00.

This represents the cost of the Filing Fees, and the fee for Registered Agent Designation for the above named Corporation.

Sincerely

James M. Thomas, Esq. 2752 State Road 580

8uite 213

Clearwater, Florida 33761

ARTICLES OF INCORPORATION

DEBT COLLECTION PROTECTION P.A.

Article I, Name

The name of the corporation is the **Debt Collection Protection P.A.** and is formed in compliance with Chapter 607 and/or Chapter 621 Florida Statutes.

Article II, Principal Office

Debt Collection Protection P.A.'s principal business address is:

2759 State Road 580, Suite 213 Clearwater, Florida 33761

Article III, Duration

This corporation shall exist perpetually.

Article IV, Purpose

This corporation is organized for the purpose of the principal's licensed practice of Consumer Law; delivering legal services, and as otherwise permitted under the laws of the State of Florida.

Article V, Shares

This corporation is authorized to issue 100 shares of one (\$1.00) par value common stock.

Article VI, Initial Registered Agent and Office

The initial registered agent and the street address of the initial registered office of this corporation is

Jan T. Govan, Esq. 542 Bay Ave. Clearwater Florida 33756

Article VII, Incorporators

The name and address of the persons incorporating **Debt Collection Protection P.A.** and affixing their signatures hereto as the incorporators are:

James M. Thomas, Esq. 2759 State Road 580, Suite 213 Clearwater, Florida 33761 Jan T. Govan, Esq. 542 Bay Ave. Clearwater Florida 33756

Article VIII, Directors

The name and address of the initial directors of this corporation are:

Jan T. Govan, Esq. 542 Bay Ave. Clearwater Florida 33756

James M. Thomas, Esq. 2759 State Road 580, Suite 213 Clearwater, Florida 33761

Article IX, Indemnification

This corporation shall, to the fullest extent permitted by the provisions of Florida Statutes § 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provision from and against any and all of the expenses, liabilities or other matters referred to or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in the person's official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Article X, Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XI, Bylaws

The bylaws may from time to time be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

Article XII, Effective Date

Corporate existence shall begin upon the filing of these Articles of Incorporation.

Execution by Incorporators

| IN WITNESS WHEREOF, the undersigned Incorporation, this _ 7 hard day of April 2004. | Incorporators have executed these Articles of |
|---|---|
| A | |
| James M. Thomas, Esq., Incorporator | |
| hent Sovan | |
| Jan T. Govan, Esq., Incorporator | |

Appointment of Registered Agent

The undersigned hereby accepts the appointment as Registered Agent. I am familiar with and accept the obligations of a Registered Agent as set forth within Section 607.0505, Florida Statutes.

Dated this _____ day of April 2004.

Jan/I. Govan, Esq., Registered Agent