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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : GLAZIER & GLAZIER, P.A.
Account Number : I20050000141
Phone : (904)997-1033
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FLORIDA PROFIT/NON PROFIT CORPORATION

Dr. Credit USA Franchise Corp.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
DR. CREDIT USA FRANCHISE CORP.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is DR. CREDIT USA FRANCHISE CORP.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address and mailing address of the principal office of this Corporation is 195 Blanding Blvd., Suite 4A, Orange Park, FL 32073. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI - DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders of the Corporation.

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The name and street address of the members of the first Board of Directors are as follows:

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Cheryle Carlton
8863 Canopy Oaks Dr.
Jacksonville, FL 32256

Dale Carlton
4253 Royal Ridge Dr.
Dallas, TX 75229

Edward Carlton
8863 Canopy Oaks Dr.
Jacksonville, FL 32256

Winslow Jones
420 Treasurewood Rd.
Glennville, NC 28736

The name, street address, and position of the initial officers of the Corporation are as follows:

Edward Carlton President
8863 Canopy Oaks Dr.
Jacksonville, FL 32256

Cheryle Carlton Secretary/Treasurer
8863 Canopy Oaks Dr.
Jacksonville, FL 32256

ARTICLE VIII – INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Scott L. Glazier, Esq.
8825 Perimeter Park Blvd., Suite 504
Jacksonville, FL 32216

ARTICLE IX – SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

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ARTICLE X – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8825 Perimeter Park Blvd., Suite 504, Jacksonville, Florida 32216, and the name of the initial registered agent of this Corporation at that address is GLAZIER & GLAZIER, P.A.

ARTICLE XI – AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XII – EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.


SCOTT L. GLAZIER, ESQ.
"Incorporator"

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for DR. CREDIT USA FRANCHISE CORP., a Florida Corporation, in accordance with Florida Statutes, Section 607.0501.

GLAZIER & GLAZIER, P.A.

By:  (SEAL)
Scott L. Glazier
Its: Vice President

"Registered Agent"

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TALLAHASSEE, FLORIDA

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