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SECRETARY OF STATE

CREDIT RESTORATION SPECIALIST, INC. 2613 SW 32<sup>nd</sup> Street Cape Coral, Florida

> Jeffrey R. Lemcke President

July 3, 2009

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

To Whom It May Concern:

Enclosed please find the original and a copy of Articles of Incorporation for CREDIT RESTORATION SPECIALIST, INC. Please file the original of the Articles of Incorporation and return a certified copy to the undersigned.

Also please find enclosed a check in the amount of \$78.75. This check represents the following fees:

#### **ARTICLES OF INCORPORATION:**

Filing Fee: \$35.00
Designation of Registered Agent: \$35.00
Certified Copy: \$8.75
Total: \$78.75

Thank you for your assistance.

Sincerely,

Jeffrey R. Lemcke

President

## ARTICLES OF INCORPORATION OF

### CREDIT RESTORATION SPECIALIST, INC.

The undersigned incorporator, for the purpose of forming a profit corporation under the laws of the State of Florida, under the corporation name of **CREDIT RESTORATION SPECIALIST, INC.**, does hereby adopt the following Articles of Incorporation:

#### Article I

#### Corporate Name:

Name of the corporation is: CREDIT RESTORATION SPECIALIST, INC.

#### Article II

#### Principal Place of Business Address:

The initial street address of the principle office of the corporation is 2613 SW 32<sup>nd</sup> Street, Cape Coral, Florida 33914.

That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate. The Board of Directors may from time to time move the principle office to any other address in Florida and the corporation may have other offices, agencies, and branches, at such places as may be determined by the Board of Directors.

#### Mailing Address of the Corporation:

The mailing address of the corporation is 2613 SW 32<sup>nd</sup> Street, Cape Coral, Florida 33914.

#### **Article III**

#### Corporate Purpose:

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

#### **Article IV**

#### **Corporate Stock Shares:**

The authorized capital stock which the corporation may issue shall be **ONE THOUSAND** (1,000) shares of \$1.00 per value common stock, which shall be nonassessable and held, sold and paid for at such time and in such manner as the Board of Directors may from time to time determine.

Each share of capital stock shall entitle the holder thereof to one vote at any stockholder's meeting and otherwise to participate in all such meeting(s) and in the assets of the corporation. They shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of such shares. They may be paid for in lawful money of the United States of America, or in property, labor, or services, as determined at that time by the Board of Directors.

No holders of shares of any class of stock, now or hereafter authorized, shall have any right as such to purchase, subscribe for or otherwise acquire from the corporation any shares of its stock of any class or any securities convertible into shares of its stock, or any warrants or rights to subscribe for or purchase shares of its stock, whether now or hereafter authorized, except such rights as the Board of Directors in its absolute discretion may grant to such holders.

#### Article V

#### **Effective Date:**

The corporation shall commence business on filing with the Secretary of State.

#### **Article VI**

#### Existence:

The corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

#### **Article VII**

#### **Board of Directors:**

The Board of Directors shall consist of not less than one nor more than three persons who shall be selected in the manner prescribed in the by-laws. The exact number of directors may be fixed by the by-laws or by the stockholders.

Directors need not be stockholders of the corporation. They shall hold office after their election for a period of one year or until their successors are duly elected and qualified, subject to their removal by the stockholders at any time with or without cause. The Board of Directors shall have complete charge of the business of the corporation and shall have power to elect committees to the Board of Directors and to delegate to them, as well as to the officers of the corporation, such powers in the conduct of the corporation's business as may be deemed advisable. The Board of Directors shall have full power to specify the conditions upon which stock certificates shall be issued and to replace lost or destroyed certificates by a new issue.

The Board of Directors shall elect the officers of the corporation who shall consist of a President, Vice President, Secretary, Treasurer, and such other officers as the Board of Directors may deem advisable and shall determine the compensation of such officers, including those who may also be directors. None of these officers are required to be stockholders of the corporation. All such officers shall have such rank and tenure of office, powers, and other duties as may be prescribed by the by-laws of the Board of Directors by appropriate resolution.

#### Article VIII

#### Conflict of Interest:

No contract of other transaction between the corporation and any other corporation shall be effected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in, or is or are a director or directors, or officer or officers, of such other corporation, and no contract or other transaction between the corporation and any other person or firm shall be effected or invalidated by the fact that any one or more directors of this corporation is a part to, or parties to, or interested in such contract or transaction, provided that in

each such case the nature and extent of the interest of such director or directors, is

or are a director or directors, or officer or officers, of such other corporation is

disclosed at the meeting of the Board of Directors at which such contract or other

transaction is authorized.

Article IX

Indemnification:

The corporation shall indemnify every person who is serving as an officer,

director, employee, or agent of the corporation, or at its request, of any other

corporation of which it is a stockholder or creditor and from which such person is

not entitled to be indemnified, in the manner and to the full extent permitted by

the Florida Statutes, subject to the limitation on and the condition of such

indemnification shall not effect any other rights to which such person may be

entitled.

Article X

Officer(s) and / or Director(s):

The name & address of the initial Officer(s) and / or Director(s) of the corporation

are:

Title: President

Jeffrey R. Lemcke

2613 SW 32<sup>nd</sup> Street

Cape Coral, Florida 33914

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#### Article XI

### Registered Agent:

The name and address of the initial registered agent is:

Jeffrey R. Lemcke 2613 SW 32<sup>nd</sup> Street Cape Coral, Florida 33914

#### **Article XI**

#### Incorporator(s):

The name and address of the incorporator(s) to these Articles of Incorporation are:

Jeffrey R. Lemcke 2613 SW 32<sup>nd</sup> Street Cape Coral, Florida 33914

The undersigned incorporator(s) have executed these Articles of Incorporation this  $3^{rd}$  day of July 2009.

Jeffrey R. Lemcke (Incorporator)

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

CREDIT RESTORATION SPECIALIST, INC., with its principal office, as indicated in the Articles of Incorporation, at 2613 SW 32<sup>nd</sup> Street, Cape Coral, County of Lee, State of Florida 33914, has named JEFFREY R. LEMCKE, located at 2613 SW 32<sup>nd</sup> Street, Cape Coral, County of Lee, State of Florida 33914, as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT:**

Having been named as the registered agent to accept services of process for the above stated corporation at the place designated in this certificate, lam familiar with, and accept the appointment as registered agent and agree to the appointment agent a

By:

capacity.

Jeffrey K. Lemcke

(Registered Agent)