

Telephone: (305) 532-5679  
Fax: (305) 534-8813

*Law Offices of Dora R. Gomez*

FILED

Intercontinental Bank Building, 930 Washington Ave., 2nd Floor, Miami Beach, Florida 33139-0000

P95000008983

December 27, 1994

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

600001393376  
-01/31/95--01005--010  
\*\*\*122.50 \*\*\*122.50

RE: ARTICLES OF INCORPORATION  
CREDIT REPAIRS AND COUNSELING SERVICES, INC.

Dear Sir/Madam:

Enclosed find a check for \$122.50, Articles of Incorporation of Credit Repairs and Counseling Services, Inc. and all supporting documentation.

Thanking you in advance for your prompt attention to this matter.

Sincerely,

LAW OFFICES OF DORA R. GOMEZ

*Dora R. Gomez*  
Dora R. Gomez, Esq.

DRG:rm  
encls.

*DB 2/2/95*

FILED  
1995 JAN 30 PM 2:09  
TALLAHASSEE, FLORIDA

FILED

1955 JAN 30 PM 2:00

ARTICLES OF INCORPORATION  
OF  
CREDIT REPAIRS AND COUNSELING SERVICES, INC.  
SEAL TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the Corporation is **CREDIT REPAIRS AND COUNSELING SERVICES, INC.** The corporation's principal address is 7220 N.W. 36 Street, Suite 609, Miami, FL 33166.

ARTICLE II  
DURATION

The corporation shall exist in perpetuity.

ARTICLE III  
PURPOSE

The purposes for which the corporation has been formed are any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE IV  
CAPITAL STOCK

The corporation is authorized to issued 500 shares of \$1.00 per value common stock which shall be designated "Common Shares"

**ARTICLE V**  
**RIGHT OF SHARES OF CAPITAL STOCK**

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, to be voted cumulatively.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial Registered Agent and Registered Office of the Corporation is:

DORA R. GOMEZ, ESQ.  
Second Floor, Intercontinental Bank  
930 Washington Avenue  
Miami Beach, FL 33139

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The corporation shall have 3 directors initially. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The names and addresses of the initial Directors and their respective offices are:

PRESIDENT: MARCELA CRESSI  
7220 N.W. 36 Street, Suite 609  
Miami, FL 33166

VICE-PRESIDENT: DINO PALMA  
7220 N.W. 36 Street, Suite 609  
Miami, FL 33166

SECRETARY/TREASURER: CHELITO PALMA  
7220 N.W. 36 Street, Suite 609  
Miami, FL 33166

#### ARTICLE VIII

No contract, act or transaction of this corporation with any person or person, firm or other corporation, in the absence of fraud or wrongdoing shall be affected or invalidated by the fact that any director of this corporation is party or interested in such contract, act or transaction, or in any way connected with such person, persons, firm, or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation which he may in anywise be interested. Any director of this may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact the is also a director of such subsidiary or controlled company.

#### ARTICLE IX BY-LAWS

The power to adopt, alter amend or repeal the By-Laws shall be vested in the Directors.

#### ARTICLE X INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE XI**  
**COMMENCEMENT OF CORPORATE EXISTENCE**

Corporate existence shall be deemed to commence on the date of filing of these articles.

**ARTICLE XII**  
**AMENDMENT**

These Articles of Incorporation may be altered or amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding Common Shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

**ARTICLE XIII**  
**INCORPORATOR**

The incorporator is MARCELA CRESSI and her corporate address is 7220 N.W. 36 Street, Suite 609, Miami, FL 33166.

IN WITNESS WHEREOF, I have set my hand and seal this  
26th day of December, 1994.

X  
\_\_\_\_\_  
MARCELA CRESSI

STATE OF FLORIDA       )  
                              )       SS  
COUNTY OF DADE        )

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MARCELA CRESSI, known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that the same was freely and voluntarily executed for the purposes therein expressed. ( I.D. ARGENTINIAN PASSPORT No.: A 1 217 329 )

WITNESS my hand and seal, this 26th day of December, 1994 at Miami, Dade County, Florida.

*Gloria A. Perez*  
NOTARY PUBLIC  
State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL  
GLORIA A. PEREZ  
MY COM. EXP. 12/31/95

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

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

First, that CREDIT REPAIRS AND COUNSELING SERVICES, INC., a Florida corporation, with its principal office, as indicated in the Articles of Incorporation, has named DORA R. GOMEZ, ESQ., located at Second Floor, Intercontinental Bank, 930 Washington Avenue, Miami Beach, Florida 33139, as its agent to accept service of process with this State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, DORA R. GOMEZ, ESQ., hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to keeping open said office.

DATE

12/26/94

DORA R. GOMEZ, ESQ.

FILED  
1995 JUN 30 PM 2:00  
TALLAHASSEE, FLORIDA