

195000034732

LAW OFFICES OF  
HILL, WARD & HENDERSON  
PROFESSIONAL ASSOCIATION  
SUITE 3700 - BARNETT PLAZA  
101 EAST KENNEDY BOULEVARD  
TAMPA, FLORIDA 33602

MAILING ADDRESS:  
POST OFFICE BOX 2231  
TAMPA, FLORIDA 33601

TELEPHONE (813) 221-3000  
TELECOPIER (813) 221-2900

April 26, 1995

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

700001468647  
-04/28/95--01092--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00


Re: VICON INTERNATIONAL DEBT REDUCTION, INC.  
Our file number 91725-01

Dear Madam or Sir:

Enclosed for filing please find an original and a copy of the Articles of Incorporation for the above named Florida corporation, and a check in the amount of \$70.00 to cover the cost of filing. We will not need a certified copy, but would appreciate a stamped copy to be returned to us.

If you have any questions, please do not hesitate to call me at (813) 227-8418. Thank you.

Sincerely,

  
Barbara A. Murphy,  
Legal Assistant

/bm  
Enclosure  
cc: Steve Colangelo

FILED  
APR 28 AM 9:22  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

MAY 3 1995 BSB

**ARTICLES OF INCORPORATION  
OF  
VICON INTERNATIONAL DEBT REDUCTION, INC.**

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this corporation shall be: VICON INTERNATIONAL DEBT REDUCTION, INC.

**ARTICLE II**

**Address**

The address of the principal office and the mailing address of this corporation shall be: 2424 N. Federal Highway, Suite 250, Boca Raton, Florida 33431.

**ARTICLE III**

**Existence of Corporation**

This corporation shall have perpetual existence.

**ARTICLE IV**

**Purposes**

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

FILED  
APR 20 AM 9:22  
SECRETARY OF STATE  
FLORIDA

## **ARTICLE V**

### **Capital Stock**

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

## **ARTICLE VI**

### **Registered Office and Registered Agent**

The street address of the corporation's initial registered office is 101 East Kennedy Boulevard, Suite 3700 - Barnett Plaza, Tampa, Florida 33602, and the name of the corporation's initial registered agent at such address is DANIEL J. GIBBY. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

## **ARTICLE VII**

### **Incorporators**

The name and address of the incorporator of this corporation is as follows:

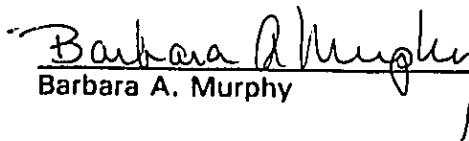
<u>Name</u>	<u>Address</u>
Barbara A. Murphy	101 East Kennedy Boulevard Suite 3700 - Barnett Plaza Tampa, Florida 33602

## ARTICLE VIII

### Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

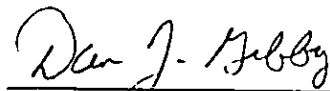
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

  
Barbara A. Murphy

### REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature

  
DANIEL J. GIBBY

Date:

4/25/95

P9-5000034732

Corporation Name

Address

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1 \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

2 \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

3 \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

4 \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

11000015050041  
-09/18/95--01026--000  
\*\*\*\*\*560.00 \*\*\*\*\*35.00

☐ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A , Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT  
OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: VICON Debt Reduction, Inc

1b. The mailing address of the corporation is : 900 N. Federal Hwy., Ste 460  
Boca Raton, FL 33432

1c. Date of incorporation: 4/28/95 Document number: 095000034737

2. The name and address of the current registered agent and office:

Daniel J. Gibby

201 East Kennedy Blvd, 10th FL

Tampa, FL 33601

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

Stephen M. Goodman

900 N. Federal Hwy, Ste 460

Boca Raton, FL 33432

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]  
(Signature of an officer, chairman or  
vice chairman of the board)

9/11/96  
(Date)

Stephen Colangelo

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]  
(Signature of Registered Agent)

9/11/96  
(Date)

If signing on behalf of an entity:

(Typed or printed Name)

(Capacity)