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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR FLOW
NAME: DEBT REDUCTION INSTITUTE OF AMERICA, INC.
FAX AUDIT NUMBER: H95000009585 CURRENT STATUS: REQUESTED
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55 AUG 30 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
55 AUG 30 AM 11:07
DIVISION OF CORPORATIONS

7/18/95

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ARTICLES OF INCORPORATION

OF

DEBT REDUCTION INSTITUTE OF AMERICA, INC.

The undersigned subscribes to these Articles of Incorporation, each natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of this corporation is:

DEBT REDUCTION INSTITUTE OF AMERICA, INC.

ARTICLE TWO

The general nature of the business and the object and purposes to be transacted and carried on are:

A. To conduct any and all business not prohibited by the laws of the United States and the State of Florida;

B. any and all lawful purposes;

C. and, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

D. and, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now

25 AUG 33 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Mario Tacher, Esq.
(FL. Bar No. 509132)
291 SW 27th Avenue
Miami, FL 33135
(305) 644-1312

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owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE THREE

The maximum number of shares of stock that this corporation is authorized to have outstanding at this time is:

Five Hundred Shares - at \$1.00 par value.

ARTICLE FOUR

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE FIVE

This corporation shall have perpetual existence.

ARTICLE SIX

The initial post office address of the principal office of this corporation in the State of Florida is:

3803 COCOPLUM CIRCLE
COCONUT CREEK, FLORIDA 33066

The Board of Director(s) may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

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ARTICLE SEVEN

This corporation shall have (1) director initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one.

ARTICLE EIGHT

The name(s) and address(es) of the number(s) of the first Board of Director(s), who is/are subject to the provisions of the Certificate of Incorporation, by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his/her/their successor(s) are elected and have qualified, are:

Steve Tacher - President

ARTICLE NINE

The name and address of the subscriber of these Articles of Incorporation is:

Steve Tacher
3803 Cocoplum Circle
Coconut Creek, FL 33066

ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be provided by the

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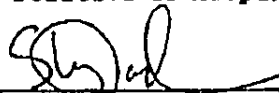
Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by majority of entitled to vote thereon.

**ARTICLE ELEVEN
DESIGNATION OF REGISTERED AGENT**

That Steve Tacher, located at 3803 Cocoplum Circle, Cocoplum Circle, Fl. 33066, is hereby named registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for DEBT REDUCTION INSTITUTE OF AMERICA, INC., at the place designated in this Article, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.


STEVE TACHER

I, The Subscriber, being one of the original subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and out of the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this _____ day of _____ 1995.

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SHal

STEVE TACHER

STATE OF FLORIDA }
COUNTY OF DADE } S.S.,

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to administer oaths and take acknowledgements, personally appeared STEVE TACHER, to me well known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above, this _____ day of August, 1995.

Wette Ellison Broder
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:

1-4-99

This instrument prepared by:
Mario Tacher, P.A.
291 S.W. 27th Avenue
Miami, Florida 33135
Fl. Bar #: 509132



WETTE ELLISON-BRODER
COMMISSION # CG 431703
EXPIRES JAN 4, 1999
60000 TREN
ATLANTIC RECORDING CO., INC.

notary art