

P960000091209



Family Assistance

7021 University Blvd. • Winter Park, Florida 32792 • (407) 677-3100 • Fax (407) 677-3131

November 1, 1996

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****131.25 ****131.25

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

SUBJECT: FAMILY ASSISTANCE SERVICES, INC.
Effective Date - January 1, 1997

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$131.25 with effective date of 1/1/97.

FROM:

Floyd Cox, Jr. *Floyd Cox*

2404 Chantilly Terrace

Oviedo, FL 32765

407-677-3100, ext. 1-402

Floyd Cox GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Principal Address* & *Effective date*
DATE *11/6/96*
DOC. EXAM. *af*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -4, PM 3:02

af 11/6/96

EFFECTIVE DATE

01/01/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -6 PM 3:02

ARTICLES OF INCORPORATION
OF
FAMILY ASSISTANCE SERVICES, INC.

WE, the undersigned hereby associated ourselves together for the purpose of becoming a corporation under and by virtue of the Laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

CORPORATE NAME

The name of this corporation shall be: FAMILY ASSISTANCE SERVICES, INC.
2404 CHANTILLY TERRACE
OVIEDO, FLORIDA 32765

ARTICLE II

NATURE OF BUSINESS AND POWERS

The objects and purposes of this corporation and the general nature of the business or businesses to be transacted shall be as follows:

1. To primarily engage in the business of providing credit and financial services.
2. To engage in any and all business permitted under the laws of the State of Florida.
3. To make and enter into all contracts necessary and proper for the conduct of its business or businesses.
4. To borrow money of any person, firm or corporation, to issue bonds, debentures, or obligations of this corporation from time to time for any of the objects or purposes of the corporation and to secure same by mortgage, pledge, or by any other lawful means.
5. To have offices, conduct its business and promote its objectives within or without the State of Florida, and other states, the District of Columbia, the territories and possessions of the United States and in foreign countries without restrictions as to place or amount.

6. To do any and all things necessary, suitable and proper to accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either along or in connection with other firms, individuals or corporations whether in the State of Florida, or throughout the United States, or elsewhere, and to do any other act or acts, things or things identical or pertinent to or connected with the business herein before described, or in any part or parts thereafter, if not inconsistent with the laws of the State of Florida.

7. In general, this corporation shall have and exercise all the powers conferred by the laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner.

ARTICLE III

TERMS OF EXISTENCE

This corporation shall have perpetual existence.
EFFECTIVE DATE: JANUARY 1, 1997

ARTICLE IV

CAPITAL STOCK

The capital stock of the corporation shall consist of 7,500 shares of common stock with a par value of \$1.00.

ARTICLE V

ADDITIONAL CAPITAL

The corporation shall commence business with adequate capitalization.

ARTICLE VI

REGISTERED AGENT & INITIAL REGISTERED OFFICE

The Registered Agent and the street address for the Initial Registered Office of this corporation in the State of Florida shall be: Floyd Cox, Jr., 2404 Chantilly Terrace, Oviedo, Florida, 32765.

The Board of Directors from time may move the Registered office to any other address in the State of Florida.

ARTICLE VII

BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of not less than one (1) director. The name and address of the first directors are as follows:

FLOYD COX, JR., 2404 Chantilly Terrace, Oviedo, Florida 32765.

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

ARTICLE VIII

OFFICERS

The officers of the corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer. The number of Vice Presidents may be fixed and determined by the Board of Directors from time to time. Until the first meeting of the Board of Directors, or until their successors are elected and have qualified, the following shall be the first officers of the corporation:

President, Treasurer, Vice President, Secretary - Floyd Cox, Jr.

ARTICLE IX

INCORPORATORS

The name and street address of the person signing these Articles of Incorporation as the incorporator is:

Floyd Cox, Jr., 2404 Chantilly Terrace, Oviedo, Florida 32765

ARTICLE X

ANNUAL MEETING

The annual meeting of the stockholders shall be held in the first week of January of each year or at such time as may be fixed by the by-laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.

The officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board of Directors to be held annually immediately following the annual stockholders meeting.

The time, place, and manner of calling meetings of the stockholders and directors shall be fixed by the by-laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of each other officers and agents as the board may deem advisable and proper and may take such action not inconsistent with the Articles of Incorporation and the by-laws of the corporation and the laws of the State of Florida, as such board may deem advisable for the conduct and operation of the business of the corporation.

The Board of Directors shall appoint a Registered Agent as required by the laws of the State of Florida.

ARTICLE XI

LIABILITY

The highest amount of liability to which this corporation can, at any time, subject itself, shall be unlimited.

ARTICLE XII

PRE-EMPTIVE RIGHTS

The shareholders of this corporation shall have a pre-emptive right to acquire unissued or treasury shares of the corporation convertible into or carrying a right to subscribed or acquire shares as issued by this corporation.

ARTICLE XIII

SPECIAL MEETING

A special meeting of the incorporators and the Board of Directors shall be held on the call of the President, for the purpose of completing the organization of the corporation and the adoption of the by-laws and the transaction of such other business as may come before the meeting.

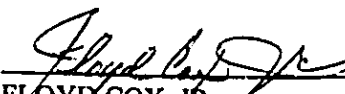
ARTICLE XIV

AMENDMENT

These Articles of Incorporation may be amended in the manner provided in the by-laws. Every amendment shall be approved by the Board of Directors, proposed by them to the

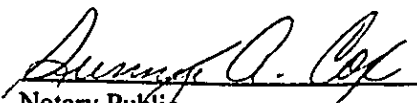
stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 1st day of Nov, 1996.


FLOYD COX, JR.

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, Notary Public, personally appeared Floyd Cox, Jr., to me known to be the person described as incorporator and who executed the foregoing ARTICLES OF INCORPORATION, and has acknowledged before me that he subscribed to these ARTICLES OF INCORPORATION on the 1st day of November, 1996.


Notary Public

My Commission Expires:

OFFICIAL SEAL
SUNNYE A. COX
NOTARY PUBLIC
STATE OF FLORIDA
COMM. NO. 000000
EXPIRES: JUNE 14, 1999

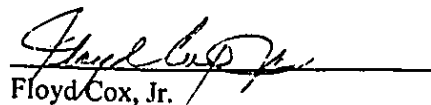
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS FOR THIS STATE NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED.**

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

FIRST, that Family Assistance Services, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Oviedo, County of Seminole, State of Florida, has named Floyd Cox, Jr., 2404 Chantilly Terrace, Oviedo, Florida 32765 as its agent to accept service of process with the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at a place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


Floyd Cox, Jr.

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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