

Division of Corporations

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-P99000015170

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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BASIC AMENDMENT

PARADIGM COLLECTIONS, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 29, 1999

PARADIGM COLLECTIONS, INC.
303 N TEXAS AVE
TAVARES, FL 32778

SUBJECT: PARADIGM COLLECTIONS, INC.
REF: P99000015170

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The electronic filing coversheet generated was for a new Florida profit corporation or p.a. Please type or write ABANDON across this coversheet and refax to this office. ✓

Please generate a new electronic filing coversheet for a BASIC AMENDMENT. REMEMBER to change the fax audit number on the document and resubmit under the new fax audit number. ✓

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If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H99000015791
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Amended Articles of Incorporation
of

Paradigm Collections, Inc.

(Amended to change: name of Corporation to "Interstate Collections Specialists, Inc."; location of principal place of business; name of Director; and, name of Resident Agent)

The undersigned natural person, of legal age, acting as incorporator under the provisions of Florida Statutes, Chapter 607, adopts the following Articles of Incorporation:

ARTICLE I

Name and Location

The name of this corporation shall be *Interstate Collections Specialists, Inc.* This is an amendment to the original Articles of Incorporation filed herein on February 16, 1999, and is being done by the Incorporator because no shares of stock have yet been issued. This amendment is effective as of June 30, 1999, or upon acceptance by the Secretary of State.

The principal place of business of *Interstate Collections Specialists, Inc.*, will be located in Deland, Volusia County, Florida and the mailing address is 800 Pine Trail Court, DeLand, FL 32724.

ARTICLE II

Purposes

The corporation may engage in any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

Stock Clause

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 1000 shares of common stock, each with a par value of \$1.00.

ARTICLE IV

Subscribers, Incorporators and Directors

The name and address of the Subscriber and Incorporator is *Michelle T. Morley* of Tavares, Florida. The names and addresses of the Directors are:

Gregory James, 800 Pine Trail Court, DeLand, FL 32724

ARTICLE V

Informal Shareholder Action

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Prepared by: Michelle T. Morley

Fla. Bar 0603333

303 North Texas Avenue

Tavares, FL 32778

(352) 343-4300

(352) 343-1346

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The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the bylaws.

ARTICLE VI

Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- A. Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- B. Reorganization, merger or consolidation of the corporation;
- C. Sale, lease or exchange of the major portion of the property or assets of the corporation;
- D. Dissolution of the corporation.

ARTICLE VII

Directors

A. The business of the corporation shall be managed initially by a board of one director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one director.

B. The entire Board of Directors may be removed from office without assignment of cause by affirmative vote of 100% of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of a quorum of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of 100% of the outstanding shares of all classes of stock entitled to vote, exclusive of his own share of stock.

D. Members of the Board of Directors or of an Executive Committee shall be deemed present at a meeting if a conference telephone, or similar communications equipment by means of which all persons participating in the meeting can hear each other, is used.

ARTICLE VIII

Operating Agreement

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Two or more of the shareholders of this corporation entitled to vote may, as provided in the bylaws, from time to time enter into agreements providing for shareholders voting, the operation and/or government of the corporation and for such other matters as the parties to the agreement determine, and are permitted by law, and which relate to any phase of the affairs of this corporation. The Board of Directors may require, by resolution or by bylaw, that the existence of such agreement be noted on the certificates of stock of the corporation which are subject to such agreement.

ARTICLE IX

Effective Date

The date that corporate existence shall begin shall be *upon filing of the Articles of Incorporation*, pursuant to Florida Statute 607.167.

ARTICLE X

Registered Office and Registered Agent

The address of the initial registered office of this corporation is 303 North Texas Avenue, Tavares, Florida. The name of the Registered Agent of this corporation is *Michelle T. Morley* at the above office address.

ARTICLE XI

Bylaws

Bylaws of this corporation may be adopted, amended or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

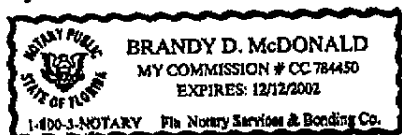
IN WITNESS WHEREOF, the undersigned, being the Incorporator, certifies to the truth of the facts herein stated this 29th day of June 1999.

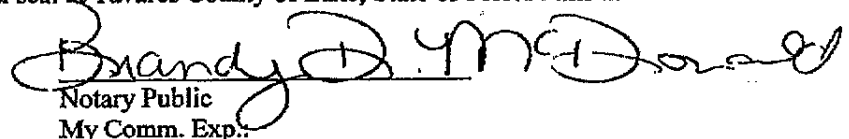

Michelle T. Morley

STATE OF Florida
COUNTY OF Lake

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, *Michelle T. Morley* who after being duly cautioned and sworn, did depose and say that she has affixed her name to the foregoing Amended Articles of Incorporation of *Interstate Collections Specialists, Inc.*, as the original subscriber to said corporation, for the purposes therein expressed.

WITNESS my hand and official seal at Tavares County of Lake, State of Florida this 29th day of June 1999.




Notary Public
My Comm. Exp.:

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Acceptance of Appointment by Registered Agent of
Interstate Collections Specialists, Inc.

I, *Michelle T. Morley* whose business address is 303 North Texas Avenue, Tavares Florida 32778, and whose mailing address is the same, hereby accept appointment as Registered Agent of *Interstate Collections Specialists, Inc.*

I hereby certify that I am familiar with, and accept, the obligations provided in Florida Statute §607.0505.

Michelle T. Morley
Michelle T. Morley

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