

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P990000048763

World Alliance Collection
Services, Inc

700002889197--9
-05/28/99--01006--024
*****78.75 *****78.75

EFFECTIVE DATE
5-25-99

Signature _____

Requested by: CS

Name _____

Date 5/28

Time 9:25

Walk-In _____

Will Pick Up _____

✓ Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

✓ Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

FILED

99 MAY 28 PM 12:09

RECEIVED

99 MAY 28 AM 9:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ajc
5/28

ARTICLES OF INCORPORATION
OF
WORLD ALLIANCE COLLECTION SERVICES, INC.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE
THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER
THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

NAME

The name of this corporation is **WORLD ALLIANCE COLLECTION SERVICES**
INC..

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws of
the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have
outstanding at any time is 100,000 shares of common stock of 1.00 Dollar per share par
value.

EFFECTIVE DATE

5-25-99

99 MAY 28 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE IV**DURATION**

This corporation is to exist perpetually, and its existence is to commence on the date of execution of these Articles of Incorporation.

ARTICLE V**PRINCIPAL OFFICE AND REGISTERED AGENT**

The principal office and mailing address of the corporation shall be located at 9035 Huntington Point Drive, Sarasota, Florida 34238. The name and street address of the initial registered agent of the corporation in the State of Florida is: *Frank J. Greco, Esquire*, 1715 N. Westshore Blvd., Suite 750, Tampa, Florida 33607. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) or more director(s) as provided by the By-Laws.

This corporation shall have two (2) directors, as follows:

NAME	ADDRESS
Jeffrey W. Young	4178 Roberts Point Circle Sarasota, Fl 34242
Terri A. Young	4178 Roberts Point Circle Sarasota, Fl 34242

ARTICLE VIIINCORPORATORS

The names and addresses of the incorporators of this corporation are:

NAME	ADDRESS
Jeffrey W. Young	4178 Roberts Point Circle Sarasota, Fl 34242
Terri A. Young	4178 Roberts Point Circle Sarasota, Fl 34242

ARTICLE VIIIINDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof to the fullest extent permitted by law.

ARTICLE IXBY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XAMENDMENT

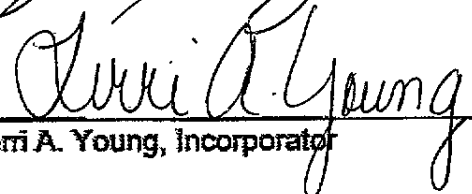
The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporators, by: Jeffrey W. Young and Terri A. Young

Dated this 25th day of May, 1999.



Jeffrey W. Young, Incorporator



Terri A. Young, Incorporator

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 25th day of May, 1999, by Jeffrey W. Young, who is personally known to me or who has produced _____ as identification.


Printed Name: DEBORAH A. PELosi

Notary Public

My Commission Expires:

Serial Number:

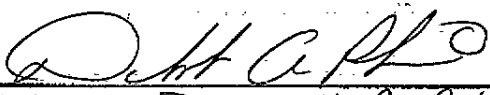


Deborah A. Pelosi
MY COMMISSION # CC697472 EXPIRES
November 19, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 25th day of May, 1999, by Terri A. Young, who is personally known to me or who has produced _____ as identification.


Printed Name: DEBORAH A. PELosi

Notary Public

My Commission Expires:

Serial Number:

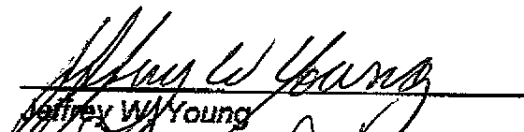
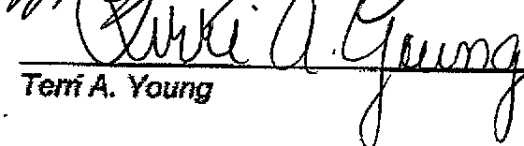


Deborah A. Pelosi
MY COMMISSION # CC697472 EXPIRES
November 19, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING 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 **WORLD ALLIANCE COLLECTION SERVICES, INC.** desiring to organize under the laws of the State of Florida with its principal place of business in Sarasota County, Florida, has named **FRANK J. GRECO**, located at 1715 N. Westshore Blvd., Suite 750, Tampa, Fl 33607, as its agent to accept service of process within this state.


Jeffrey W. Young

Terri A. Young

ACKNOWLEDGMENT

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


Frank J. Greco
Registered Agent

FILED
99 MAY 28 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA