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CAPITAL CONNECTION, INC.

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

Consolidated Default
Services, Inc

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*****70.00 *****70.00

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
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP 27 AM 11:45

RECEIVED

99 SEP 27 AM 9:48

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

9/27/99

ARTICLES OF INCORPORATION

OF

CONSOLIDATED DEFAULT SERVICES, INC.

a Florida corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 AM 11:45

I, the undersigned, do hereby make form a corporation, and for such purpose I hereby make, execute and adopt the following Articles of Incorporation.

ARTICLE ONE

NAME OF CORPORATION AND ADDRESS OF PRINCIPAL OFFICE

The name of this corporation shall be: **CONSOLIDATED DEFAULT SERVICES, INC., a Florida corporation.** The address of the principal office of the corporation is: 1403-20 Dunn Avenue, Jacksonville, Florida 32218.

ARTICLE TWO

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE THREE

DURATION

The term for which this corporation shall exist shall be perpetual commencing on the date filed with the Secretary of State.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares at One Dollar (\$1.00) par value common stock.

ARTICLE FIVE

INCORPORATORS

The name and address of the person signing these Articles is:

Lawrence J. Bernard
1403-20 Dunn Avenue
Jacksonville, Florida 32218

ARTICLE SIX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval of the shareholders.

ARTICLE SEVEN

RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite his or her name:

<u>NAME</u>	<u>SHARES</u>
Lawrence J. Bernard	500 shares

Karl W. Ammons

500 shares

Ed Ruehl

500 shares

Shares held by the initial shareholders and subsequent shareholders may not be sold or otherwise transferred to other persons or hypothecated in any manner unless such shares are first offered to the remaining shareholders or to this corporation. Further, the remaining shareholders must first issue their written approval of the prospective buyer as a contingency to the sale of such stock being consummated. The price and terms of which, and the time within which, such shares may be offered and sold may be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE EIGHT

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof at the price at which it is offered to others.

ARTICLE NINE

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1403-20 Dunn Avenue, Jacksonville, Florida 32218, and the name of the initial registered agent of this corporation at this address is Lawrence J. Bernard.

ARTICLE TEN

INITIAL BOARD OF DIRECTORS

This corporation shall have (3) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be more than ten. The name and address of the initial director(s) of this corporation is:

Lawrence J. Bernard
1403-20 Dunn Avenue
Jacksonville, Florida 32218

Karl W. Ammons
1403-20 Dunn Avenue
Jacksonville, Florida 32218

Ed Ruehl
1403-20 Dunn Avenue
Jacksonville, Florida 32218

ARTICLE ELEVEN

The names and post office addresses of the officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed and have qualified are as follows:

President

Karl W. Ammons
1403-20 Dunn Avenue
Jacksonville, Fl 32218

Vice-President/Secretary

Ed Ruehl
1403-20 Dunn Avenue
Jacksonville, Fl 32218

Vice-President/Treasurer

Lawrence J. Bernard
1403-20 Dunn Avenue
Jacksonville, Fl 32218

ARTICLE TWELVE

SHAREHOLDERS QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE THIRTEEN

INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE FOURTEEN

AMENDMENT

This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of September, 1999.

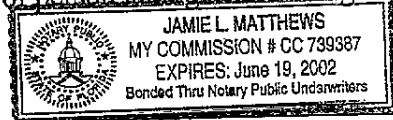

Lawrence J. Bernard

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was sworn to and subscribed before me this 24th day of September, 1999, by Lawrence J. Bernard, who is personally known to me..

Jamie L. Matthews
Signature of person taking acknowledgment



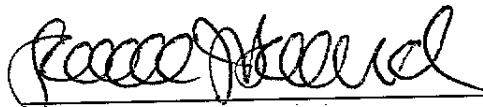
Printed name of person taking
acknowledgment

**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 CONSOLIDATED DEFAULT SERVICES, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named Lawrence J. Bernard, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the 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 office open.



Lawrence J. Bernard

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 AM 11:45