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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

2012 JUL 23 AM 11:47
SECRETARY OF STATE
CORPORATIONS DIV

NON-PROFIT CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the State of Rhode Island, and for that purpose submits the following statement:

- 1. The name of the corporation is Lighthouse Credit Foundation, Inc.
2. It is incorporated under the laws of Florida
3. The date of its incorporation is 7/13/2000
4. The address of its principal office is 2300 Tall Pines Dr., Ste. 120, Largo, FL 33771
5. The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard, Suite 200, Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island at that address is InCorp Services, Inc.
6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are: Consumer Credit Counseling and Debt Management Plan Services Provider

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BY [Signature] 175356

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7. The names and respective addresses of its directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	Mary E. Melcer (Chairperson)	2300 Tall Pines Dr., Ste. 120, Largo, FL 33771
Director	Susan M. Burcham	2300 Tall Pines Dr., Ste. 120, Largo, FL 33771
Director	Joel S. Treuhaft	2300 Tall Pines Dr., Ste. 120, Largo, FL 33771
President	Mary E. Melcer	2300 Tall Pines Dr., Ste. 120, Largo, FL 33771
Vice President	Joseph W. Kirane	2300 Tall Pines Dr., Ste. 120, Largo, FL 33771
Vice President:	K. Jason Holley	2300 Tall Pines Dr., Ste. 120, Largo, FL 33771
Secretary-Treasurer	Mary E. Melcer	2300 Tall Pines Dr., Ste. 120, Largo, FL 33771

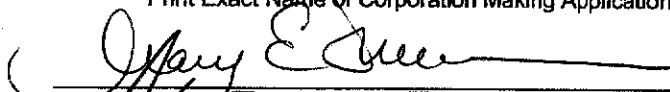
8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Under penalty of perjury, I declare and affirm that we have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: June 26, 2012

Lighthouse Credit Foundation, Inc.

Print Exact Name of Corporation Making Application



Signature of President or Vice President (check one)



Signature of Secretary or Assistant Secretary (check one)

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of LIGHTHOUSE CREDIT FOUNDATION, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is N00000004670.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Thirteenth day of July, 2012



CR2EO22 (1-11)

Ken Detzner

Ken Detzner
Secretary of State

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida not-for-profit corporation is:
Capital Credit Foundation, Inc.

EFFECTIVE DATE

7-13-00

Article II. Address

The mailing address of the Corporation is:
Capital Credit Foundation, Inc.
8550 Ulmerton Road
Largo FL 33771

Article III. Purpose

To the extent permitted by Code Section 501(c)(3), the Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition, or for the prevention of cruelty to children or animals. All references to "Code" are to the Internal Revenue Code of 1986 as amended or to corresponding provisions of future federal tax legislation.

Article IV. Membership

All persons interested in the purposes of the Corporation are eligible for membership in the Corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139

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DIVISION OF CORPORATIONS

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Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article VI. Limitations

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(h). The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3) or by a corporation contributions to which are deductible under Code Section 170(c)(2).

If the Corporation is at any time deemed to be a private foundation within the meaning of Code Section 509(a), then for the period in which the Corporation is so deemed, the Corporation shall distribute its income for each tax year at such time and in such manner as not to subject the Corporation to tax under Code Section 4942, and the Corporation shall not engage in any act of self dealing as defined in Code Section 4941(d), retain any excess business holdings as defined in Code Section 4943(c), make any investments as to subject the Corporation to tax under Code Section 4944 or make any taxable expenditures as defined in Code Section 4945(d).

Article VII. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Mary H. Melcer
Robert D'Andria
David Helmtoller

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

Article VIII. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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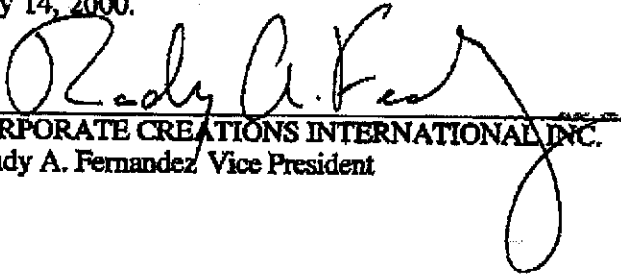
Article IX. Dissolution

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed to a not-for-profit corporation, trust, community fund or foundation that has established its tax exempt status under Code Section 501(c)(3).

Article X. Corporate Existence

The corporate existence of the Corporation shall begin effective as of July 13, 2000.

The authorized representative of the incorporator executed these Articles of Incorporation on July 14, 2000.



CORPORATE CREATIONS INTERNATIONAL INC.
Randy A. Fernandez Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

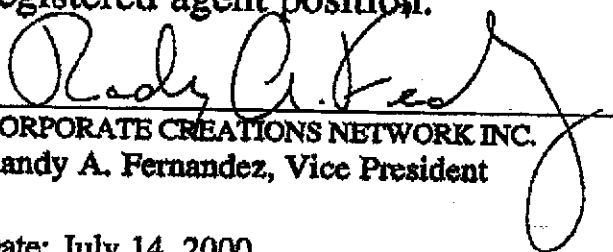
CORPORATION:

Capital Credit Foundation, Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CORPORATE CREATIONS NETWORK INC.
Randy A. Fernandez, Vice President

Date: July 14, 2000

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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DIVISION OF CORPORATIONS
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ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

CAPITAL CREDIT FOUNDATION, INC.

(present name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Article I: The name of this Florida not -for-profit corporation is: **LIGHTHOUSE CREDIT FOUNDATION, INC.**


Article II: The mailing address of the Corporation is: Lighthouse Credit Foundation, Inc.
8550 Ulmerton Road, Suite 210
Largo, Florida 33771

SECOND: The date of adoption of the amendment(s) was: November 10, 2000

THIRD: Adoption of Amendment (CHECK ONE)

The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Mary H. Melcer

Typed or printed name

President

November 17, 2000

Title

Date

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
LIGHTHOUSE CREDIT FOUNDATION, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Article VI, entitled Limitations shall be deleted in its entirety.

Article IX entitled Dissolution shall be deleted in its entirety and replaced with the following:

Article IX. Dissolution:

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed in accordance with Section 617.1406, Florida Statutes, with the residuary, if any, to be distributed to the Board of Directors.

SECOND: The above amendments were adopted on ^{written} February ^{date} 4, 2009.

THIRD: There are no members entitled to vote on these amendments. These Articles of Amendment were adopted by unanimous written consent of the board of directors.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of

February 7, 2009.

Richard ...
Mcicer

Mary H. Mcicer
Mary H. Mcicer, President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

