

Filing Fee: \$50.00

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

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 Advisory Credit Management, Inc.
2. It is incorporated under the laws of New Jersey
3. The date of its incorporation is August 22, 2000
4. The address of its principal office in the state or country under the laws of which it is incorporated is:
1802 N. University Drive, Suite 102-#342, Plantation, FL 33322
5. The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd. Suite 200
(Street Address, not P.O. Box)
Warwick, RI 02888 and the name of its proposed registered agent in
(City/Town) (Zip Code)
Rhode Island at that address is National Registered Agents, Inc.
(Name of Agent)
6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:
Credit counseling in accordance with the Bankruptcy Abuse Prevention and Consumer Protection Act of
2005.

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

	<u>NAME</u>	<u>ADDRESS</u>
Director	<u>Howard Dvorkin</u>	<u>1802 N university Dr, Ste. 102-# 342, Plantation</u>
Director	<u>Jeffrey Needle</u>	<u>Same as above</u>
Director	<u>Thomas Vastardis</u>	<u>Same as above</u>
President	<u>Howard Dvorkin</u>	<u>Same as above</u>
Vice President		
Treasurer	<u>Thomas Vastardis</u>	<u>Same as above</u>
Secretary	<u>Thomas Vastardis</u>	<u>Same as above</u>

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, we 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: 2/2/2009

Advisory Credit Management, Inc.
Print Exact Name of Corporation Making Application

By [Signature] Pres.
☒ President or ☐ Vice President (check one)

AND
By Thomas Vastardis
☒ Secretary or ☐ Assistant Secretary (check one)

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CERTIFICATE OF INCORPORATION
OF
ADVISORY CREDIT MANAGEMENT, INC.

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State Treasurer
Roland Machold

THE UNDERSIGNED, being of legal age and in order to form a corporation under and pursuant to the provisions of the Nonprofit Corporation Act of the State of New Jersey, does hereby set forth as follows:

FIRST: The name of the corporation is

ADVISORY CREDIT MANAGEMENT, INC.

SECOND: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Nonprofit Corporation Act of the State of New Jersey.

In furtherance of the above named purposes, the corporation shall be organized for the following purposes:

To assist individuals experiencing consumer credit problems through education and counseling about controlling debt and implementing debt management controls, to reduce the incidence of personal bankruptcy by informing the public on personal money management and by assisting low-income individuals and families who have financial problems, to provide educational opportunities for individuals experiencing financial problems consistent therewith, and in furtherance thereof, to operate exclusively within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distribution in furtherance of the purposes set forth herein.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code of 1986, as amended.

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The corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code.

The corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

THIRD: The address of the initial registered office of the corporation and the name of the registered agent at said address are:

Thomas Vastardis, C.P.A.
41 Jensen Street
East Brunswick, New Jersey 08816

FOURTH: The corporation shall have members and the qualifications will be set forth in the By-Laws of the corporation.

FIFTH: The rights and limitations of the different classes of members will be as set forth in the By-Laws of the corporation.

SIXTH: The term for which the corporation is to exist is perpetual.

SEVENTH: The corporation shall indemnify every corporate agent as defined in, and to the full extent permitted by Section 15A:3-4 of the New Jersey Nonprofit Corporation Act, and to the full extent otherwise permitted by law.

EIGHTH: The method of distribution of assets of the corporation shall be as set forth in the By-Laws of the corporation.

NINTH: The method of electing trustees will be as set forth in the By-Laws of the corporation.

TENTH: The first board of trustees shall consist of three (3) members and the name and address are as follows:

Howard S. Dvorkin
5800 63rd Place
Parkland, Florida 33067

Gary Herman
1719 Sparrow Lane
Weston, Florida 33327

Howard Rose
11761 Northwest 24th Street
Plantation, Florida 33323

ELEVENTH: The name and address of the incorporator are as follows:

Marge O. Grimaldi
c/o Interstate Document Filings Inc.
208 West State Street
Trenton, New Jersey 08608-1002

TWELFTH: Upon dissolution or other termination of the corporation, no part of the property of the corporation or any of the proceeds shall be distributed to or inure to the benefit of any of the members, trustees, or officers of the corporation. All such property and proceeds, subject to the discharge of valid obligations of the corporation, shall be distributed to any such organization as the board of trustees may direct; provided, however, that any transferee organization, at the time of distribution, shall qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law). Assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Superior Court of New Jersey of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

THIRTEENTH: The effective date of this Certificate of Incorporation shall be the date of filing with the Secretary of State of New Jersey.

EXECUTION

IN WITNESS WHEREOF, I hereto sign this Certificate of Incorporation on August 22, 2000.

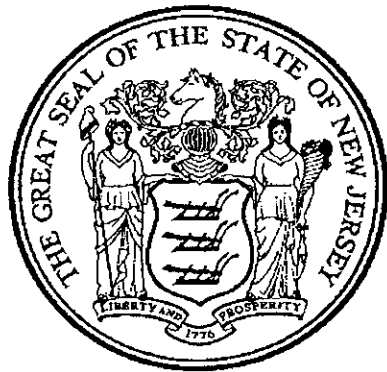


Marge O. Grimaldi, Sole Incorporator
c/o Interstate Document Filings Inc.
208 West State Street
Trenton, New Jersey 08608-1002

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

ADVISORY CREDIT MANAGEMENT, INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
CERTIFICATE OF INCORPORATION
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.*



Certificate Number: 113157990

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
3rd day of December, 2008*

A handwritten signature in dark ink, appearing to read "R. David Rousseau", is written over a horizontal line.

*R. David Rousseau
State Treasurer*