STATE OF CALIFORNIA  
BUSINESS, TRANSPORTATION AND HOUSING AGENCY  
DEPARTMENT OF CORPORATIONS  

TO: InCharge Institute of America, Inc.  
doing business as InCharge Institute and InCharge  
Profina Debt Solutions  
Concord Credit  
La Fundacion Hispana De Credito  
National Credit Counseling Services doing business as NCCS  

David C. Jones, President/CEO  
1768 Park Center Drive, Suite 400  
Orlando, Florida 32835  

DESIST AND REFRAIN ORDER  

The California Corporations Commissioner finds that:  

1. Incharge Institute of America, Inc. does business as InCharge  
Institute and InCharge (hereinafter "InCharge"). InCharge has a toll free phone number  
(800) 335-6081 and an Internet web site at http://incharge.org and www.icinstitute.org.  
InCharge works in concert or participation with others engaged in the following activities in  
violation of the Check Sellers, Bill Payers and Proraters Law pursuant to the California  
Financial Code section 12000 et seq.  

2. InCharge offers debt management program to California consumers under  
several names including, but not limited to, Profina Debt Solutions, (800) 565-8953,  
Internet web site www.profina.org; Concord Credit, La Fundacion Hispana De Credito,  
(800) 565-7506, Internet web site www.concordcredit.org; and National Credit Counseling  
Services (NCCS), (888) 454-2385, Internet web site www.nccs.org. InCharge's Debt  
Management Program involves its negotiation of a repayment plan with creditors, whereby  
InCharge or others, acting in concert or participation with it, will receive money from the  
consumer for the purpose of paying a consumer's creditors.
3. A description of the services of the Debt Management Program of InCharge, Profina Debt Solutions, Concord Credit, La Fundacion Hispana De Credito, and National Credit Counseling Services (NCCS), includes working with the consumer and creditors of the consumer to arrange a payment schedule, wherein payments are distributed monthly on behalf of the consumer to the creditors of the consumer. Some alleged benefits associated with the Debt Management Program include reduced interest rates, waived fees and lower monthly payments.

4. The Department of Corporations has jurisdiction over and regulates proraters under the Check Sellers, Bill Payers and Proraters Law set forth in California Financial Code section 12000 et seq. California Financial Code section 12200, states:

   No person shall engage in the business, for compensation, of selling checks, drafts, money orders, or other commercial paper serving the same purpose, or of receiving money as agent of an obligor for the purpose of paying bills, invoices, or accounts of such obligor, or acting as a prorater, nor shall any person, without direct compensation and not as an authorized agent for a utility company, accept money for the purpose of forwarding it to others in payment of utility bills, without first obtaining a license from the commissioner.

5. The California Corporations Commissioner has not licensed InCharge Institute Of America, Inc., InCharge Institute, InCharge, Profina Debt Solutions, Concord Credit, La Fundacion Hispana De Credito, or National Credit Counseling Services (NCCS) in this State to act as a check seller, bill payer or prorater.

6. Based upon the foregoing findings, the California Corporations Commissioner is of the opinion that InCharge Institute Of America, Inc., InCharge Institute, InCharge, Profina Debt Solutions, Concord Credit, La Fundacion Hispana De Credito, and National Credit Counseling Services (NCCS) engaged in the business of check selling, bill paying and prorating as defined in the Check Sellers, Bill Payers and Proraters Law without a license from the California Corporations Commissioner.
Pursuant to Financial Code section 12103, the California Corporations Commissioner hereby orders **InCharge Institute Of America, Inc.** doing business as **InCharge Institute** and **InCharge**, as well as **Profina Debt Solutions, Concord Credit, La Fundacion Hispana De Credito**, and **National Credit Counseling Services (NCCS)** acting in concert or participation with it, to desist and refrain from engaging in the business as a check seller, bill payer or prorater unless and until it is licensed or exempt. This Order is necessary in the public interest and for the protection of consumers.

Dated: December 16, 2002
Los Angeles, California

DEMETRIOS A. BOUTRIS
California Corporations Commissioner

By ____________________________________________

ALAN S. WEINGER
Supervising Counsel
Enforcement and Legal Services Division
WILLIAM P. WOOD  
California Corporations Commissioner  
VIRGINIA J. DUNLAP (CA BAR NO. 142221)  
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DEPARTMENT OF CORPORATIONS  
320 West 4th St. Suite 750  
Los Angeles, California 90013-2344  
Telephone: (213) 575-6205  

Attorneys for Complainant  

BEFORE THE DEPARTMENT OF CORPORATIONS  
OF THE STATE OF CALIFORNIA  

In the Matter of the DESIST AND REFRAIN  
ORDER and CONSENT ORDER Issued To:  
InCharge Institute of America, Inc. doing  
business as InCharge Institute and InCharge;  
Profina Debt Solutions now known as InCharge  
Debt Solutions; Concord Credit La Fundacion  
Hispana De Credito; and National Credit  
Counseling Services doing business as NCCS  
1768 Park Center Drive, Suite 400  
Orlando, Florida 32835  
and 2101 Park Center Drive, Suite 320  
Orlando, Florida 32853  

Respondents.  

On December 16, 2002, the California Corporations Commissioner issued an order to  
InCharge Institute of America, Inc. doing business as InCharge Institute and InCharge, Profina Debt  
Solutions now known as InCharge Debt Solutions, Concord Credit La Fundacion Hispana De  
Credito, and National Credit Counseling Services doing business as NCCS (hereinafter  
"Respondents") finding that they had engaged in violations of the Check Sellers, Bill Payers and  
Proraters Law and ordering them to desist and refrain from further violations of Financial Code  
section 12200.
The California Corporations Commissioner and Respondents do hereby agree to this Consent Order in settlement of this matter. This Consent Order is intended to resolve all factual and legal issues raised by the Desist and Refrain Order issued on December 16, 2002, without the necessity of holding an administrative hearing to determine the validity of the Desist and Refrain Order.

Respondents neither admit nor deny the findings set forth in the desist and refrain order dated December 16, 2002, which are hereby incorporated by reference into this Consent Order.

CONSENT ORDER

Based upon the foregoing,

IT IS AGREED AND ORDERED that Respondents will desist and refrain from engaging in the business as a check seller, bill payer or proater unless and until they are licensed or exempt.

It is further agreed that Respondents upon the signing of this agreement shall pay to the Department of Corporations its investigative costs of $130,000.00. Upon receipt of the payment, the Department agrees to close its investigation of unlicensed activity by Respondents prior to January 1, 2003.

It is further agreed that the Commissioner shall indicate on the California Department of Corporation’s web site that the Desist and Refrain Order issued on December 16, 2002 has been vacated. The vacated Order however is a public document and will remain on the web site with that notation. The Commissioner shall further post this Consent Order on the web site.

It is further agreed that the Commissioner has jurisdiction to enter this Consent Order. Respondents agree that the jurisdiction extends to this proceeding only.

In consideration of this Consent Order, Respondents waive their right to a hearing on this
matter and to judicial review of this matter pursuant to Code of Civil Procedure section 1094.5. The
Commissioner hereby vacates the desist and refrain order dated December 16, 2002 as to
Respondents except to the extent that its findings have been incorporated by reference into this
Consent Order.

Dated: November 10, 2004

InCharge Institute of America, Inc.,
d/b/a InCharge Institute and InCharge;

By ____________________________
Robert J. Barrett, President

Dated: November 10, 2004

Profina Debt Solutions, n/k/a InCharge
Debt Solutions, d/b/a Concord Credit La Fundacion
Hispana De Credito

By: ____________________________
Robert W. Closs, Jr., President

Dated: November 10, 2004

National Credit Counseling Services, d/b/a NCCS

By: ____________________________
Robert W. Closs, Jr., President

Dated: November 15, 2004

WILLIAM P. WOOD
California Corporations Commissioner

By: ____________________________
Alan S. Weinger
Supervising Counsel
Enforcement and Legal Services Division