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Estates/NC
625 297

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Max T. Watson, Jr., P.A.

DOCUMENT NUMBER: 625297

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

W. Robinson Frazier

Name of Contact Person

Frazier & Frazier, Attorneys at Law, P.A.

Firm/ Company

1515 Riverside Avenue, Suite A

Address

Jacksonville, FL 32204

City/ State and Zip Code

m.watson,jr.pa@att.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

W. Robinson Frazier

Name of Contact Person

at (904) 353-5616

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RESTATED ARTICLES OF INCORPORATION

OF

MAX T. WATSON, JR., P.A.

THESE RESTATED ARTICLES OF INCORPORATION have been prepared, executed and filed for the purpose of converting Max T. Watson, Jr., P.A. from a professional service organization, as defined by Chapter 621, Florida Statutes 1981, to a general business corporation, as defined in Chapter 607, Florida Statutes 1981, and other applicable laws.

ARTICLE I NAME

The name of this corporation is Watson Accounting & Tax Services, Inc.

ARTICLE II DURATION

The duration of this corporation shall be perpetual, and the time of commencement of its corporate existence shall be the date of the execution and acknowledgment of these Articles of Incorporation.

ARTICLE III PURPOSE

This corporation is organized for the following purposes:

(a) To transact the business of real estate agent or broker and in behalf of others to buy, sell, deal in, lease, rent and manage real estate, and any interest therein; to buy, sell, exchange, and generally deal in real properties, improved and unimproved, and buildings of every description; to improve, manage, operate, sell, buy, mortgage, lease or otherwise acquire or dispose of any property, real or personal, and take mortgages and assignment of mortgages upon the same; to make and obtain loans upon real estate, improved and unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise; to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the goodwill, stock, rights, and property of any person, firm, association or corporation, paying for the same in cash, stock or bonds of this corporation;

(b) To act as agent or broker for insurance companies in soliciting and receiving applications for all kinds of insurance, and doing such other business as may be delegated to agents or brokers by such companies, and to conduct a general insurance agency and insurance brokerage business.

(c) To manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal in and trade in and with, both within and without the State of Florida, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

(d) To enter into, make and perform contracts of every kind and description with any person, firm, association or corporation, municipality, body politic, country, territory, state, government or colony or dependency thereof.

(e) To acquire, and to make payment therefor in cash or the stock or bonds of the corporation or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the goodwill, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

(f) To adopt, apply for, obtain, register, produce, take, purchase, exchange, lease, hire, acquire, secure, own, hold, use, operate, contract or negotiate for, take licenses or other rights in respect of, sell, transfer, grant licenses, and rights in respect of, manufacture under, introduce, sell, assign, collect the royalties on, mortgage, pledge, create liens upon, or otherwise dispose of, deal in and turn to account, letters, patent, patent rights, patents applied for or to be applied for, trademarks and trade names and symbols, distinctive marks and indications or origin or ownership, copyrights, syndicate rights, inventions, discoveries, devices, machines, improvements, licenses, processes, data and formulae of any and all kinds granted by, or recognized under or pursuant to the laws of the United States of America, or of any other country or countries whatsoever, and with a view to the working and development of the same, to carry on any business, whether manufacturing or otherwise, which the corporation may think calculated, directly or indirectly, to effectuate these objects.

IN GENERAL, to do any or all things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, within or without the State of Florida, either alone or

in company with others, and to carry on any other business in connection therewith, whether manufacturing or otherwise, and to do all things not forbidden, and with all the powers conferred upon corporations by the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V
PRE-EMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, and the name of the initial registered agent of this corporation is Frazier & Frazier, Attorneys at Law, P.A.

ARTICLE VII
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is 1515 Riverside Avenue, Suite B, Jacksonville, Florida 32204.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one.

The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Denise A. Vonderhaar	1515 Riverside Ave., Ste. B Jacksonville, FL 32204
Marie Denise Watson	3512 Riverside Avenue Jacksonville, FL 32205

ARTICLE IX
DATE

The date of adoption of the foregoing Restated Articles of Incorporation was August 21, 2012.

ARTICLE X
RESTATEMENT

The foregoing restatement was approved by both the directors and the common shareholders of the corporation. The number of votes cast for the restatement by both the directors and the common shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Restated Articles of Incorporation, this 21st day of August, 2012.

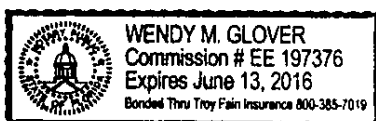
Denise A. Vonderhaar
Denise A. Vonderhaar, President

Marie Denise Watson
Marie Denise Watson, Secretary

STATE OF FLORIDA)
) SS
COUNTY OF DUVAL)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared Denise A. Vonderhaar and Marie Denise Watson, both of whom are personally known to me and both of whom are known to me to be the persons who executed the foregoing Restated Articles of Incorporation, and they acknowledged before me that they executed these Restated Articles of Incorporation as President and Secretary, respectively.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County last aforesaid, this 21st day of August, 2012.



Wendy M. Glover
Wendy M. Glover
Notary Public, State of Florida
at Large
My commission expires:
(SEAL)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED PURSUANT TO FLORIDA STATUTES SECTION 48.091**

In pursuance of Section 48.091, Florida Statutes, the following is submitted in compliance with said statute section:

First: That Watson Accounting & Tax Services, Inc., 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, Duval County, State of Florida, has named Frazier & Frazier, Attorneys at Law, P.A., 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, as its agent to accept service of process within the state.

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 provisions of said statute section relative to keeping open said office on this 21st day of August, 2012.

**FRAZIER & FRAZIER,
ATTORNEYS AT LAW, P.A.**

By:



W. Robinson Frazier, President