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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

COLEMAN & DEAN, P.C

Certificate of Status	0
Certified Copy	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
COLEMAN & DEAN, P.A.

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Professional Service Corporation Act, hereby adapt(s) the following Articles of Incorporation for such Corporation.

ARTICLE I NAME

COLEMAN & DEAN, P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442

ARTICLE III NATURE OF CORPORATE BUSINESS

This Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the united States and of the State of Florida. The main purpose of said Corporation is to perform TAX services.

ARTICLE IV CAPITAL STRUCTURE

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (\$1.00) per share. The consideration to be paid for each share of stock shall fixed by the Board of Directors.

ARTICLE V INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:
ANTHONY G. COLEMAN, JR.
RICHARD W. DEAN
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442

These Articles of Incorporation Prepared By:
Anthony G. Coleman, Jr., Esq.
3275 West Hillsboro Boulevard Suite 207
Deerfield Beach, Florida 33442
(954) 354-2785
Florida Bar Number 368563

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ARTICLE VI EFFECTIVE DATE

The effective date of these Articles of Incorporation is and shall be January 1, 2002.

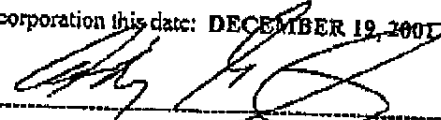
ARTICLE VII INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
ANTHONY G. COLEMAN, JR.
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442

ARTICLE VIII INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:
ANTHONY G. COLEMAN, JR.
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442

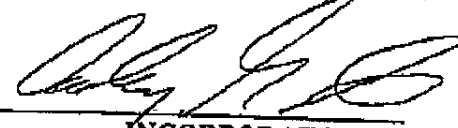
The undersigned has (have) executed these Articles of Incorporation this date: **DECEMBER 19, 2001**


ANTHONY G. COLEMAN, JR., Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

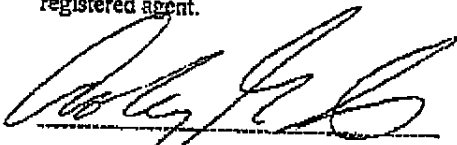
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida,

1. The name of the corporation is: **COLEMAN & DEAN, P.A.**
2. The name and address of the registered agent and office is: ANTHONY G. COLEMAN, JR.
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442

SIGNATURE 
TITLE: INCORPORATOR

DATE: DECEMBER 19, 2001

Having been named Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Registered Agent

DECEMBER 19, 2001
Date

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