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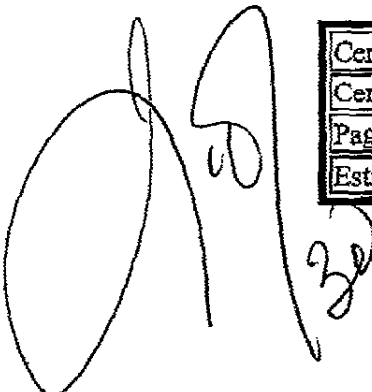
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FLORIDA PROFIT CORPORATION OR P.A.

Deborah A. Diaz, C.P.A., P.A.



Certificate of Status	0
Certified Copy	1
Page Count	04
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**ARTICLES OF INCORPORATION
OF
DEBORAH A. DIAZ, C.P.A., P.A.**

I, the undersigned incorporator, do hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and principal address of this Corporation shall be:

DEBORAH A. DIAZ, C.P.A., P.A.

Phillips Point East Tower
777 South Flagler Drive
Suite 150

West Palm Beach, Florida 33401

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ARTICLE II

NATURE OF BUSINESS

The objects and purposes to be transacted and carried on by this Corporation and the professional services to be rendered in connection therewith are as follows:

1. To engage in the practice of accounting and related professional services through its officers, employees and agents who are duly licensed as certified public accountants under the laws of the State of Florida.
2. To engage in the providing of such professional services to the public through participation in partnerships, so long as all partners shall be duly licensed as certified public accountants under the laws of the State of Florida, or corporations formed under Chapters 607 and 621 of the Florida Statutes which are duly authorized to provide such professional services through their officers, employees and agents.
3. To transact any and all lawful business for which corporations may be incorporated under Chapters 607 and 621 of the Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue and have outstanding at any time, a maximum of 1,000 shares of Common Stock having a par value of \$0.10 per share.

ARTICLE IV

TERM OF EXISTENCE

The term of this Corporation shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

These Articles of Incorporation are being filed with the Department of State within five (5) business days of the date hereof.

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the state of Florida shall be:

Phillips Point East Tower
777 South Flagler Drive
Suite 150
West Palm Beach, Florida 33401

The name of the initial registered agent of this Corporation at that address shall be:

Deborah A. Diaz, C.P.A.

ARTICLE VI

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall consist of one (1) member.

ARTICLE VII**DIRECTOR - NAME AND STREET ADDRESS**

The name and street address of the initial member of the first Board of Directors who shall hold office until her successor shall have been duly elected or appointed and has qualified is as follows:

Name**Street Address**

Deborah A. Diaz

Phillips Point East Tower
777 South Flagler Drive
Suite 150
West Palm Beach, Florida 33401**ARTICLE VIII****INCORPORATOR**

The name and address of the incorporator signing these Articles of Incorporation is Deborah A. Diaz, C.P.A., Phillips Point East Tower, 777 South Flagler Drive, Suite 150, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 25th day of October, 2002.

Deborah A. Diaz, CPA
Deborah A. Diaz, C.P.A.
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That Deborah A. Diaz, C.P.A., P.A., desiring to organize under the laws of the State of Florida, which will have its principal office in Florida, has named Deborah A. Diaz, C.P.A., located at Phillips Point East Tower, 777 South Flagler Drive, Suite 150, West Palm Beach, Florida 33401, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Effective as of the 25th day of October, 2002.

Deborah A. Diaz, CPA
Deborah A. Diaz, C.P.A.
Registered Agent

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