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REPLY TO: MARIA McADAMS
601 W. OAKLAND PK. BLVD, STE A-1
FT. LAUDERDALE, FL. 33311

September 25, 1996

Secretary of state
Division of Corporations
P.O. BOX. 6327
Tallahassee, FL. 32314

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*****70.00 *****70.00

Subject: Articles of Incorporation: A-1 TAX & ACCOUNTING,
INC.

Enclosed are a set of original Articles of Incorporation for
the subject company, a check for \$70.00 to cover filing fees.

These Articles were executed on Wed., September 25, 1996 and
are to take effect on the same date of execution.

Sincerely,

Maria McAdams

MARIA McADAMS

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
A-1 TAX & ACCOUNTING, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
A-1 TAX & ACCOUNTING, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named Corporation, a Corporation organized under the laws of the State of Florida, and all the rights, duties and obligation of undersigned as incorporator, and those of the Corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE ONE: NAME

The name of this Corporation shall be :

A-1 TAX & ACCOUNTING, INC.

ARTICLE TWO: NATURE OF BUSINESS

The general nature of the Business to be transacted by this Corporation is to do all things which natural persons might or could lawfully do in the premises. This Corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE THREE: CAPITAL STOCKS

The aggregate number of shares which the Corporation shall have authority to issue is the total sum of five hundred (500) shares, having an individual par value of \$ 1.00 per share. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be one (1) class of stock of this Corporation.

ARTICLE FOUR: INITIAL CAPITAL

This Corporation shall begin business with a capital of not less than five hundred dollars (\$500.00).

ARTICLE FIVE: TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE SIX: ADDRESS

The initial post office address of this Corporation in the State of Florida is:

601 W. OAKLAND PARK BLVD, SUITE A-1
FORT LAUDERDALE, FL 33311

ARTICLE SEVEN: DIRECTORS

This Corporation shall have not less than ONE (1) Director initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than one.

ARTICLE EIGHT: INITIAL DIRECTORS

The names and post office address of the First Board of Directors and Officers of this Corporation are as follows:

NAME	ADDRESS	TITLE
MARIA McADAMS	6656 SW 41ST ST, DAVIE, FL 33314	PRES
KENNETH McADAMS	6656 SW 41ST ST, DAVIE, FL 33314	V.PRES

ARTICLE NINE: SUBSCRIBERS

The name and post office address of each subscriber to these articles of incorporation, the number of shares of stock each agrees to take, and the value of the consideration paid therefore are as follows:

NAME	ADDRESS	NO. OF SHARES
MARIA McADAMS	6656 SW 41ST ST, DAVIE, FL 33314	255
KENNETH McADAMS	6656 SW 41ST ST, DAVIE, FL 33314	245

ARTICLE TEN: REGISTERED NAME & OFFICE

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

MARIA McADAMS
6656 S.W. 41ST STREET
DAVIE, FL 33314

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Maria McAdams

ARTICLE ELEVEN: AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders.

IN WITNESS WHEREOF, we hereunto set our hands and seals this 25TH day of SEPTEMBER, 1996.

Maria McAdams

STATE OF FLORIDA COUNTY OF BROWARD

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared:

MARIA McADAMS

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

to me known to be the person/s described as subscriber/s in and who executed the foregoing articles of incorporation, and he/they acknowledged before me that he/they subscribed to these articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and county aforesaid, this 25TH day of SEPTEMBER, 1996.



EDWARD FRUCHTER
MY COMMISSION # CC 245836 EXPIRES
December 13, 1996
BONDED THRU TROY FARM INSURANCE, INC.

Edward Fruchter
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

PERSONALLY KNOWN