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TRANSMITTAL LETTER

FILED

00 JAN -5 PM 1:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: TAXNET, INC.

(Proposed corporate name - must include suffix)

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-01/05/00--01090--003
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: ERNEST LOPEZ
Name (Printed or typed)

4429 W. HILLSBOROUGH AVE.
Address

TAMPA, FL 33614
City, State & Zip

813-888-8811
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

PA 1/11/2000
W-855

**ARTICLES OF INCORPORATION
of
TAXNET, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person(s), acting as incorporator(s) of a corporation organized under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is TaxNet, Inc.

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

4429 West Hillsborough Avenue
Tampa, Florida 33614

**ARTICLE III
SHARES**

The total number of shares which the corporation shall have authority to issue is 100,000 shares with a par value of \$0.10 per share.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Ernest Lopez
4429 West Hillsborough Avenue
Hillsborough County
Tampa, Florida 33614

**ARTICLE V
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Ernest Lopez
4429 West Hillsborough Avenue
Hillsborough County
Tampa, Florida 33614

ARTICLE VI DIRECTORS

The names and addresses of the persons constituting the initial board of directors are:

Ernest Lopez
4429 West Hillsborough Avenue
Tampa, Florida 33614

Sara R. Lopez
4429 West Hillsborough Avenue
Tampa, Florida 33614

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VIII OTHER PROVISIONS

Effective Date. The corporation shall commence to exist on January 1, 2000 and shall continue to exist perpetually.

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

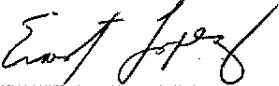
Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold

by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

I hereby accept the duties and responsibilities as registered agent.



Ernest Lopez, Incorporator / Registered Agent
4429 West Hillsborough Avenue
Tampa, Florida 33614

January 1, 2000

Date

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