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MARIE K WHALEY
429 S Tyndall Pkwy. #H
Panama City, Florida
(850) 763-2485

December 07, 1999

FILED
00 JAN 31 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Corporation Division
Executive Towers
Tallahassee, FL 32304

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-01/31/00--01104--015
****122.50 *****78.75

Dear Sir or Madam:

I plan to incorporate a business in Florida. I have enclosed a check to cover the cost/fees required to reserve a corporate name.

The following are my first, second, and third choices for the corporate name:

First choice:	Marie Whaley Accounting & Tax, Inc
Second choice:	Whaley Accounting & Tax, Inc
Third choice:	Whaley & Associates, Inc

If all of these names are unavailable, please notify me at the address above. Thank you for your assistance in this matter.

Sincerely,

Marie Whaley

MARIE K WHALEY

Marie Whaley GAVE
AUTHORIZATION BY PHONE TO
CORRECT R/A accept & submit
DATE 2/4/00
DOC. EXAM Doris Brown

D. BROWN FEB - 4 2000

**Articles of Incorporation
of
MARIE WHALEY ACCOUNTING SERVICES, INC.**

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TALLAHASSEE, FLORIDA

**I.
Name**

The name of the Corporation is MARIE WHALEY ACCOUNTING SERVICES, INC. hereinafter referred to as the "Corporation."

**II.
Purposes**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**III.
Principal Office and Registered Agent**

The principal office of the Corporation is 429 S TYNDALL PARKWAY #H, PANAMA CITY, Florida 32404. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is MARIE K WHALEY, 102 MOODY DRIVE, PANAMA CITY, Florida 32404.

**IV.
Duration**

The duration of the Corporation shall be perpetual.

**V.
Initial Business**

The initial business of the Corporation shall be: Accounting And Tax Preparation

VI.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 100, each share to have a par value of \$ 1.00.

VII.
Incorporators

The names and mailing addresses of the incorporators are:

<u>Incorporator Name</u>	<u>Incorporator Address</u>
Marie K. Whaley	102 Moody Drive Panama City, FL 32404

VIII.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is: 1. The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

<u>Director Name</u>	<u>Director Address</u>
Marie K. Whaley	102 Moody Drive Panama City, FL 32404

IX.

No Personal Liability

The private property of the stockholders shall not be subject to the payment of corporate debts.

X.

Operating Provisions

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

XI.

Fiscal Year

The fiscal year of the Corporation shall be from Jan 01 to Dec 31 of each year.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the

8th day of January, 192000.

I HEREBY ACCEPT THE DESIGNATION
AS REGISTERED AGENT.

Maria R. Whaley
INCORPORATOR/REGISTERED AGENT

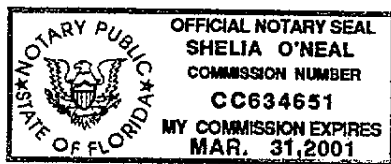
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida

County of Bay

BEFORE ME, the undersigned authority, on this day personally appeared Maria K. Whaley, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 14th day of January, 192000



Shelia O'Neal
Notary Public in and for the
State of Florida

My Commission Expires:

State of _____

County of _____

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the _____ day of _____, 19____.

Notary Public in and for the
State of _____

My Commission Expires: