

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Emerald Coast Accounting  
Services, Inc.

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-09/14/00--01037--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ☒ Art of Inc. File
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- ☒ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- \_\_\_ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
- \_\_\_ UCC 11 Retrieval
- \_\_\_ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED  
00 SEP 14 AM 10:35  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA

T. SMITH SEP 14 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**EMERALD COAST ACCOUNTING SERVICES, INC.**

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

**I. NAME**

The name of the Corporation shall be Emerald Coast Accounting Services, Inc.

**II. PURPOSE**

The general purpose for which this corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**III. AUTHORIZED SHARES**

The corporation shall be authorized to create and issue 10,000 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the corporation may be issued for consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, having a value as is determined from time to time by the Board of Directors of the corporation, not less than the par value of the stock so to be issued.

**IV. TERMS OF EXISTENCE**

The corporation shall exist perpetually unless dissolved according to law.

**V. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation in the State of Florida and the name of its initial registered agent at that office is as follows:

PETER V. DUKE  
902 East Blount Street  
Pensacola, Florida 32503

The principal office of this corporation shall be:

902 East Blount Street  
Pensacola, Florida 32503

#### **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 have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the corporation.

#### **VII. DIRECTORS - NAMES AND STREET ADDRESSES**

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

PETER V. DUKE  
902 East Blount Street  
Pensacola, Florida 32503

ANGELA M. DUKE  
902 East Blount Street  
Pensacola, Florida 32503

#### **VIII. INCORPORATOR**

The name and address of the incorporator signing these Articles of Incorporation is as follows:

PETER V. DUKE  
902 East Blount Street  
Pensacola, Florida 32503

#### **IX. SPECIAL PROVISIONS**

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and for creating, defining, limiting and regulating the powers of the corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Pensacola, Florida, for the uses and purposes aforesaid, this 13<sup>th</sup> day of September, 2000.

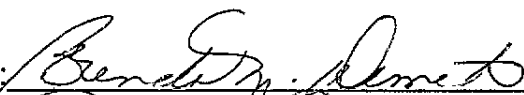
  
\_\_\_\_\_  
PETER V. DUKE

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

BEFORE ME personally appeared PETER V. DUKE, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Pensacola, Florida, this 13<sup>th</sup> day of September, 2000.

BRENDA M. DEMET  
"Notary Public-State of FL"  
Comm. Exp. March 13, 2001  
Comm. No. 00629477

Sign:   
Print: BRENDA M. DEMET  
NOTARY PUBLIC - State of Florida  
My Commission Expires: \_\_\_\_\_  
My Commission Number: \_\_\_\_\_

**DESIGNATION AND ACCEPTANCE**  
**OF**  
**REGISTERED AGENT**  
**OF**  
**EMERALD COAST ACCOUNTING SERVICES, INC.**

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, EMERALD COAST ACCOUNTING SERVICES, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 902 East Blount Street, Pensacola, Florida 32503, has named PETER V. DUKE located at 902 East Blount Street, Pensacola, Florida 32503, as its Registered Agent to accept service of process within this State.

By: \_\_\_\_\_

**PETER V. DUKE**  
**Incorporator**

Having been named as Registered Agent to accept service of process for the above-stated corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: \_\_\_\_\_

**PETER V. DUKE**  
**Registered Agent**