

P010000 32157  
TRANSMITTAL LETTER

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

900002911099--5  
-03/27/01--01013--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** ACCOUNTING SERVICES ACQUISITION PARTNERS, INC.  
(Proposed corporate name - must include suffix)

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:** Mike McLaughlin

Name (Printed or typed)

704 Mound Avenue

Address

Leesburg, FL 34748

City, State & Zip

(352) 323-4956

Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAR 26 PM 1:17

FILED

F. CHESSEN

MAR 29 2000

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

ARTICLES OF INCORPORATION  
OF  
ACCOUNTING SERVICES ACQUISITION PARTNERS, INC.

ARTICLE I

The name of this corporation shall be: Accounting Services Acquisition Partners, Inc.

ARTICLE II

The principal place of business and mailing address of this Corporation shall be 1016 Shore Acres Drive - Leesburg, FL 34748.

ARTICLE III

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: 30,000,000 shares of common stock of no par value, and 3,000,000 shares of preferred stock of no par value.

ARTICLE IV

The purpose of this Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE V

Provisions for the regulation of the internal affairs of the Corporation are those set forth in the Corporation's Bylaws, and the board of directors shall have the authority to alter, amend, repeal, or adopt new Bylaws at any regular or special meeting of the board of directors.

ARTICLE VI

The board of directors of this Corporation shall have the authority to create one or more series of preferred stock, fix the number of shares of each series, and designate and determine, in whole or in part, the preferences, limitations, and relative rights of each series of preferred stock.

FILED  
01 MAR 26 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VII


The Corporation shall have the power to indemnify any person to the full extent permitted under the laws of the State of Florida.

## ARTICLE VIII

The name and Florida street address of the initial registered agent is Michael B. McLaughlin, 1016 Shore Acres Drive - Leesburg, Florida 34748.

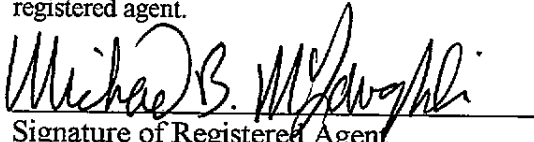
## ARTICLE IX

The name and street address of the incorporator to these Articles of Incorporation is: Michael B. McLaughlin, 1016 Shore Acres Drive - Leesburg, Florida 34748.

  
Signature of Incorporator  
Michael B. McLaughlin

March 22, 2001  
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Signature of Registered Agent  
Michael B. McLaughlin

March 22, 2001  
Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAR 26 PM 1:17

FILED