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April 25, 2001

Via UPS Next Day Air

Florida Department of State  
Division Of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

EFFECTIVE DATE  
04/23/01

200004081902--9  
-04/26/01--01090--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: **TAXTALL SERVICES, INC.**

I have enclosed for filing the ARTICLES OF INCORPORATION of TAXTALL SERVICES, INC. Please return a certified copy of the Articles to this office. I also have enclosed my firm check in the amount of \$78.75 representing the filing fee.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,

*Bill Thompson*  
William L. Thompson, Jr.

WLT/ptj

Enclosures

FILED  
01 APR 26 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. BULLOCK APR 27 2001

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**ARTICLES OF INCORPORATION  
OF  
TAXTALL SERVICES, INC.**

**EFFECTIVE DATE**  
04/23/01

**ARTICLE I**

**NAME**

The name of this corporation is "TaxTall Services, Inc."

**ARTICLE II**

**NATURE OF BUSINESS**

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

**ARTICLE III**

**CAPITAL STOCK**

This corporation is authorized to issue ten thousand (10,000) shares of common stock having a par value of ( \$.01) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

**FILED**  
01 APR 26 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE IV**

##### **TERM OF EXISTENCE**

The term for which this corporation shall exist shall be perpetual, commencing on April 23, 2001.

#### **ARTICLE V**

##### **PRINCIPAL OFFICE OF THE CORPORATION**

The principal office of the business of the corporation shall be 2301 Park Avenue, Suite 404, Orange Park, Florida 32073. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

#### **ARTICLE VI**

##### **INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation is 2301 Park Avenue, Suite 404, Orange Park, Florida, and the name of the initial registered agent of this corporation at that address is William L. Thompson, Jr. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

#### **ARTICLE VII**

##### **INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are:

NAME

ADDRESS

William L. Thompson, Jr.

2301 Park Avenue, Suite 404  
Orange Park, Florida 32073

ARTICLE VIII

**INCORPORATOR**

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

William L. Thompson, Jr

2301 Park Avenue, Suite 404  
Orange Park, Florida 32073

ARTICLE IX

**BYLAWS**


Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X

**AMENDMENTS**

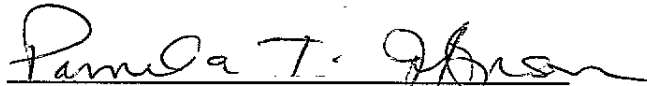
These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this \_\_\_\_ day of April 2001.

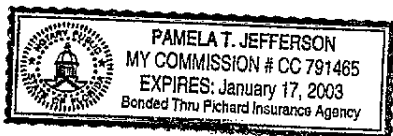
  
\_\_\_\_\_  
William L. Thompson, Jr.

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 25 day of April 2001 by William L. Thompson, Jr, who [☒] is personally known to me or [☐] who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.

  
\_\_\_\_\_  
Print Name: Pamela T. Jefferson  
Notary Public, State of Florida  
My Commission expires: \_\_\_\_\_  
Commission Number: \_\_\_\_\_

(SEAL)



CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
TAXTALL SERVICES, INC.

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon TaxTall Services, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 2301 Park Avenue, Suite 404, Orange Park, Florida 32073.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Orange Park, Clay County, Florida, on this 25 day of April 2001.

  
\_\_\_\_\_  
William L. Thompson, Jr.

**FILED**  
01 APR 26 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA