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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

20-0-1
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Fox + Associates CPA PA

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Requested by: _____

Name _____

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☒ 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 _____

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_____ UCC 1 or 3 File _____

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION
OF
FOX & ASSOCIATES, C.P.A., P.A.**

The undersigned subscriber to these Articles of Incorporation, natural people competent to contract and legally authorized to practice the profession of law in the State of Florida, hereby proceed to form a professional corporation in accordance with the Florida Professional Service Corporation Act and the Florida Business Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation.

ARTICLE I. NAME

The name of the corporation established as a Florida Professional Association is: FOX & ASSOCIATES, C.P.A., P.A.

ARTICLE II. PURPOSE AND NATURE OF BUSINESS

The purpose of the Corporation and the nature of its business is as follows:

To engage in PROVIDING ACCOUNTING SERVICES and to render such services as may be ancillary to the foregoing. The corporation may purchase and own real and personal property necessary or appropriate for rendering its professional services and may invest its funds in real estate, mortgages, stocks, bonds, and any other type of investments, all in accordance with the provisions of Florida Statutes Chapter 621.

ARTICLES III. CAPITAL STOCK

The total number of shares of stock which the corporation is authorized to issue is Ten Thousand (10,000) of voting common stock with a par value for each share of one cent (\$0.01) amounting to One Hundred Dollars (\$100.00) in the aggregate and Ten Thousand (10,000) of non-voting common stock having a par value of one cent (\$0.01) amounting to One Hundred Dollars (\$100.00) in the aggregate. The voting and non-voting shares shall have identical rights and share equally in all distribution of profits, assets, dividends, earnings and such other distributions along with sharing equally as to any and all liquidation rights. Furthermore the voting and non-voting stock shall be deemed to be of the same class of stock. Pursuant to Florida Statutes Chapter 621, none of the shares of the Corporation may be issued to anyone other than an individual who is duly licensed as CERTIFIED PUBLIC ACCOUNTANTS in the State of Florida.

ARTICLE IV. DURATION

The Corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

Patrick M. O'Connor, Esquire
2240 Belleair Road, Suite 160
Clearwater, Florida 33764

The Board of Directors may from time to time change the registered agent.

ARTICLE VI. PRINCIPAL OFFICE

The street address of the principal office of the Corporation is:

2240 BELLEAIR ROAD, SUITE 190
CLEARWATER, FLORIDA 33764

The Board of Directors may from time to time change the address of the principal office to another location within the State of Florida.

ARTICLE VII. DIRECTORS

The Corporation shall be managed by a Board of Directors consisting of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice law in the State of Florida. The Directors shall be elected by the shareholders of the Corporation. The name and street address of the person who will serve as members of the initial Board of Directors is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------|--|
| JEFFREY M. FOX | 2240 BELLEAIR ROAD, SUITE 190 CLEARWATER, FLORIDA 33764 |
| E. RAY JACKSON | 2240 BELLEAIR ROAD, SUITE 160 CLEARWATER, FLORIDA 33764 |

ARTICLE VIII. SUBSCRIBERS

The names and address of the subscriber, who is the incorporator of this Corporation, and who is duly licensed in the State of Florida as a CERTIFIED PUBLIC ACCOUNTANT, is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------|--|
| JEFFREY M. FOX | 2240 BELLEAIR ROAD, SUITE 190 CLEARWATER, FLORIDA 33764 |

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ARTICLE IX. RESTRAINT ON ALIENATION

No shareholder may sell or transfer his/her shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida Law.

ARTICLE X. DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Service Corporation Act by severing all employment with and financial and stock interests in the Corporation.


ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII. EFFECTIVE DATE

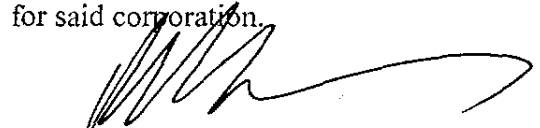
These Articles of Incorporation shall have a January 1, 2003 effective date.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 30th day of DECEMBER, 2002.

By: 
Jeffrey M. Fox
Incorporator

Acknowledgment of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: 
Patrick M. O'Connor
Registered Agent