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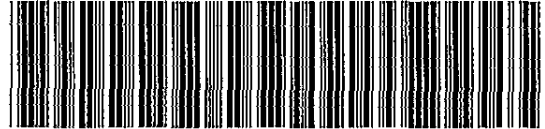
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03 MAR -7 AM 9:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3-10-03  
22

Capitol Services, Inc.

1045 Merritt Drive

Tallahassee, FL 32301

(850) 878-4734

Kathi or Brent

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. Michael E. Wynn, P.A.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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DIVISION OF CORPORATION

Examiner's Initials

**ARTICLES OF INCORPORATION  
FOR PROFESSIONAL CORPORATION**

**OF**

**MICHAEL E. WYNN, P.A.**

(Section 607.0202 and Chapter 621, Florida Statutes)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person, competent and licensed to practice accounting in the State of Florida, acting as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**I**

*Name of Corporation, Principal Office and Mailing Address*

The name of this corporation shall be **MICHAEL E. WYNN, P.A.**

The principal office of this corporation shall be 202 West Oak Street, Suite 201, Arcadia, Florida 34266.

The mailing address of this corporation shall be 202 West Oak Street, Suite 201, Arcadia, Florida 34266.

**II**

*Purposes*

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of law and all its fields of specializations, as are engaged in by lawyers.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be accountants in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of this professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

### III

#### *Capital Stock*

- a. The maximum numbers of shares of stock that the corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock at \$1.00 per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to accountants in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

### IV

#### *Duration*

The corporation shall have perpetual existence.

### V

#### *Registered Agent*

The address of this corporation's initial registered office is 202 West Oak Street, Suite 201, Arcadia, Florida 34266, and the name of its initial registered agent at said address is Michael E. Wynn, Esquire.

### VI

#### *Incorporator*

The name and address of the Incorporator is as follows: **MICHAEL E. WYNN, 202 W. Oak Street, Suite 201, Arcadia, Florida 34266.**

### VII

#### *Board of Directors*

The corporation shall have a Board of Directors consisting of three persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Directors of this corporation are:

Michael E. Wynn, 202 West Oak Street, Suite 201, Arcadia, Florida 34266

## VIII

### *Informal Shareholder Action*

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

## IX

### *Severance and Termination of Employment*

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

## X

### *Informal Director Action*

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

## XI

### *Indemnification*

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XII

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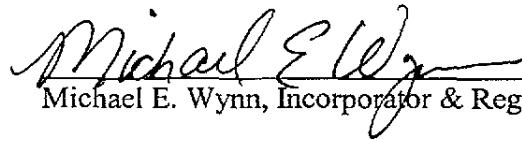
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*Bylaw Amendment*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 5<sup>th</sup> day of March, 2003.




Michael E. Wynn, Incorporator & Registered Agent

STATE OF FLORIDA:  
COUNTY OF DESOTO:

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of March, 2003, by Michael E. Wynn, who is personally known to me.



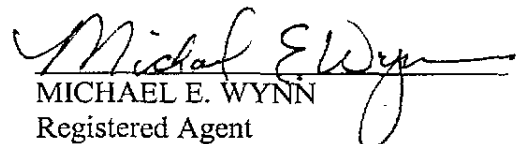
Jamie Alderman  
My Commission DD147586  
Expires September 04, 2006

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

ACCEPTANCE

Having been named to accept service of process for the above-stated Corporation at the place designated above, I hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes (2000).

Dated this 5<sup>th</sup> day of March, 2003.

  
MICHAEL E. WYNN  
Registered Agent