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FLORIDA PROFIT CORPORATION OR P.A.

ROBERT E. LYNCH, CPA, P.A.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
ROBERT E. LYNCH, CPA, P.A.

The undersigned Incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a professional service corporation under Chapter 621 of the Florida Statutes and applicable laws.

ARTICLE I
NAMIE

The name of this Corporation is ROBERT E. LYNCH, CPA, P.A.

ARTICLE II
NATURE OF BUSINESS

The nature of the business to be transacted by this Corporation is to practice accounting in the State of Florida, pursuant to Chapter 473 of the Florida Statutes and applicable laws, through its officers, employees and agents, who are duly licensed and legally authorized to render such professional services within this state.

ARTICLE III
CAPITAL STOCK

The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having no par value. Such common stock shall not be alienated nor redeemed by the Corporation except as specifically provided by the By-Laws of the Corporation.

ARTICLE IV
TERM OF EXISTENCE

The effective date upon which this Corporation shall come into existence shall be December 10, 2003 and it shall exist perpetually thereafter unless dissolved according to law.

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT; INITIAL CORPORATE OFFICE

The street and mailing address of the initial corporate office of this Corporation is 5728 Major Boulevard, Suite 222, Orlando, Florida 32819 and the street address of the initial registered office is 250 S. Park Avenue, 5th Floor, Winter Park, Florida 32789. The name of the initial registered agent of this Corporation at that address is W. Graham White, Esq.

ARTICLE VI
DIRECTORS

- A. The initial number of Directors of this Corporation shall be one (1).
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the By-Laws of this Corporation.
- C. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.
- D. The name and street address of the initial member of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until his successor is elected or appointed and has qualified, is:

<u>Name</u>	<u>Address</u>
Robert E. Lynch, CPA	5728 Major Boulevard, Suite 222 Orlando, FL 32819

E. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders.

F. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

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**ARTICLE VII
INCORPORATOR**

The name and street address of the Incorporator signing these Articles is:

Name

Address

W. Graham White, Esq.

250 S. Park Avenue, 5th Floor
Winter Park, FL 32789

**ARTICLE VIII
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the Shareholders and approved at a Shareholders' meeting by a majority of the stock issued and entitled to vote, unless all the directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

**ARTICLE IX
COMPLIANCE WITH PROFESSIONAL SERVICE
CORPORATION AND LIMITED LIABILITY COMPANY ACT**

These Articles of Incorporation shall be construed so as to comply in all respects with the provisions of the Florida Professional Service Corporation and Limited Liability Company Act as the same now exists or may from time to time be amended.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 10th day of December, 2003.


W. Graham White, Esq.

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial Registered Agent of Robert E. Lynch, CPA, P.A.


W. Graham White, Esq.

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