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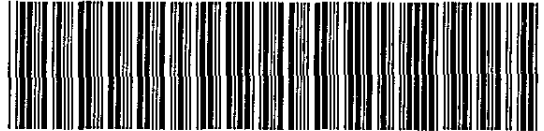
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04 JAN 30 AM 9:35
DIVISION OF REGISTRATION

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2004 JAN 30 A 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

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

1 800 Audit. Com Inc

- 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 _____
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- Certificate of Good Standing _____
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- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

1 800 Audit. Com, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **1 800 Audit. Com, In**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation **2185 Logan St., Clearwater, FL 33765.**

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten-thousand (10,000) shares having one-dollar (\$1.00) par value per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **Robert L. Shear, Esquire, 2650 McCormick Drive, Suite 130, Clearwater, FL 33759.**

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: OFFICERS AND DIRECTORS

The name and address of Initial directors of the corporation is **P/D Michael Braccio, VP/S/D Kelly J. Bennett, D John Barone, D Paul Scagnelli, 2185 Logan St., Clearwater, FL 33765. T/D Robert L. Shear, 2650 McCormick Dr., Ste. 130, Clearwater, FL 33759.**

The undersigned has executed these Articles of Incorporation this 29th day of January 2004.

"Capital Connection, Inc. by, Leilani White, Client Representative"

Leilani White


CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: 1 800 Audit. Com, Inc.
2. The name and street address of the registered agent and office is:
ROBERT L. SHEAR, Esquire
2650 McCormick Drive, Suite 130
Clearwater, FL 33759

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.


Robert L. Shear, Esquire

2008 JAN 30 A 8:01
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TALLAHASSEE, FLORIDA

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