

P04000144947

(Requestor's Name)

*Professional Financial Accounting, Inc.*

P.O. Box 21723  
Ft. Lauderdale, FL 33335

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

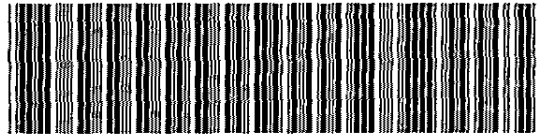
(Business Entity Name)

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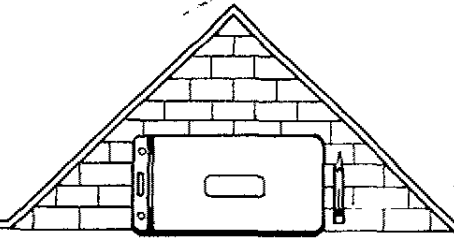
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08/25/04--01027--008 \*\*122.50

EFFECTIVE DATE  
01-01-05

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
04 OCT 27 AM 10:53

W04-32259



*Professional Financial Accounting, Inc.*

1215 S.E. 2nd Avenue  
Suite 202  
P.O. Box 21723  
Ft. Lauderdale, FL 33335  
(954) 763-2960

October 18, 2004.

Florida Department of State.  
Division of Corporations.  
P.O. Box 6327,  
Tallahassee, FL 32314

RE: Word for Word Transcription Inc  
Ref Number: WO4000032259

Attn: Becky McKnight.

Dear Ms. McKnight,

Please find enclosed re-submitted Articles of Incorporation for the above client of ours.

A Street address is on the Articles (P.O. Box is for mailing only).

Thank you for your help in this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Sheila A. Modas". The signature is written in dark ink and is positioned above the printed name.

Sheila A. Modas.

sam



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 25, 2004

PROFESSIONAL FINANCIAL ACCOUNTING, INC.  
PO BOX 21723  
FT LAUDERDALE, FL 33335

SUBJECT: WORD FOR WORD TRANSCRIPTION INC.  
Ref. Number: W04000032259

We have received your document for WORD FOR WORD TRANSCRIPTION INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

The effective date can be no more than 90 days after the date of filing.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filings Section

Letter Number: 804A00051954

## ARTICLES OF INCORPORATION

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a Corporation under the laws of the State of Florida.

### ARTICLE I

EFFECTIVE DATE  
01-01-05

#### Name of Corporation

The name of the Corporation shall be Word For Word Transcription Inc.

### ARTICLE II

#### Nature of Business

The Corporation may engage in any activity permitted under the laws of the United States, or this State.

### ARTICLE III

#### Capital Stock

The Capital Stock of this Corporation shall consist of 1000 shares of common stock of \$1.00 par value, fully paid and nonassessable. The whole, or any, part of the Capital Stock of this Corporation may be paid for in lawful money of the United States of America or in property, labor or services at a just valuation to be fixed by the Directors.

### ARTICLE IV

#### Amount of Capital Necessary to Begin Business

The amount of Capital with which this Corporation shall begin business shall not be less than \$500.00.

### ARTICLE V

#### Perpetual Existence

This Corporation shall have perpetual existence.

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

## ARTICLE VI

### Principal Place of Business

The initial street address in this State of the Principal office of the Corporation shall be 9110 Pinto Drive, Lake Worth Fl 33467 or at such other place within the State of Florida as the Board of Directors shall by appropriate hereafter from time to time determine.

## ARTICLE VII

### Number of Directors

The Corporation shall have no less than one nor more than five Directors.

## ARTICLE VIII

### Name and Address of Directors

The name and address of the first Director who, subject to the provisions of this Charter, the by-laws of the State of Florida, shall hold office for the first year of the Corporate existence, or until his successors are elected and have qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Julie Buonadonna, President	9110 Pinto Drive Lake Worth Fl 33467

### Number of Officers

The Corporation shall have no less than one nor more than five Officers.

### Name and Address of Officers

The name and address of the first-office, who subject to the provisions of this Charter, the by-laws of the State of Florida, shall hold office for the first year of the Corporate existence, or until his successors are elected and have qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Julie Buonadonna, President	9110 Pinto Drive Lake Worth Fl 33467

## ARTICLE IX

### Name and Address of Subscribers

<u>NAME</u>	<u>ADDRESS</u>
Julie Buonadonna, President	9110 Pinto Drive Lake Worth Fl 33467

## ARTICLE X

### Powers of Board of Directors

To make, adopt, alter, amend and repeal the by-laws. To set apart out of any of the funds of the Corporation available for dividends a reserve, or reserves, for any proper purpose and to alter, or abolish, any such reserves, to authorize and cause to be executed mortgages and liens upon the property and franchises of this Corporation.

To designate by resolution passed by a majority of the whole board one or more committees, each to consist of one or more Directors, which committees, to the extent provided in such resolutions or in the by-laws of the Corporation and have power to authorize the seal of the Corporation to be affixed to all papers which require it.

From time to time determine whether and to what extent, at what times and places, and under what conditions and regulations the books and accounts of this Corporation, or any of them, other than the stock ledger shall be open to the inspection of the stockholders shall have any right to inspect any account, book, or documents of the Corporation, except as conferred by law or authorized by the resolution of the Directors or of the stockholders.

To sell, lease, or exchange all of its property or assets, including its good will and its corporate franchises, upon such terms and conditions and for such consideration which may be in whole or in part shares of stock in, and/or securities of, any other Corporation, when an as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for what purpose, or when authorized by written consent of the holders of a majority of the voting stock issued and outstanding.

This Corporation may, in its by-laws, convey powers additional to the foregoing upon the Directors in addition to the powers and authorities expressly conferred upon them by law.

If the by-laws so provide, the Stockholders and Directors shall have the power to hold their meetings, to have an office or offices and to keep the books of this Corporation (subject to the provisions of the Statute) outside of the State of Florida as such places as may from time to time be designated by the by-laws or resolution of the Directors.

## ARTICLE XI

### Special Provisions

The following special provisions shall govern this Corporation:

(A) The time and place of the annual stockholders' meeting shall be fixed and provided for in the by-laws, and notices of the same shall be given in one of the methods provided by law.

Any stockholder may waive notice of the time, place, and purpose of any meeting either before, at, or after such meeting.

(B) There shall be a president of the Corporation, who shall also be a Director, one or more Vice Presidents, a Secretary and a Treasurer, and such assistants as the Board of Directors may by resolution determine to be necessary. They shall be chosen by the Board of Directors, and shall hold office, subject to the laws of the State of Florida, until their successors are elected and shall qualify.

The number of Vice Presidents shall be fixed from time to time by the Board of Directors, which subject to the by-laws, shall prescribe the duties of each Vice President. This company may also have such other officers, agent, and factors deemed necessary and provided for by resolution of the Board of Directors and/or in the by-laws. All Officers, agents, and factors shall be chosen in such manner, hold their office for such time, and shall have such powers and perform such duties as may be prescribed by the by-laws or determined by the Directors. Any person may hold two or more offices, except that the President may not also be Secretary, Assistant Secretary, or Vice President of the Corporation. None of the officers of the Corporation, except the President, need also be a member of the Board of Directors. The Board of Directors may at any time declare an office vacant or remove any office and elect a successor thereto, and the stockholders may at any special meeting of the stockholders called for that purpose remove any director with or without cause.

(C) The Directors may describe a method, or methods, for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates therefore.

(D) No person shall be required to own, hold, or control stock in the Corporation as a condition precedent to hold in an office or being a Director of this Corporation.

(E) The original incorporators of the incorporation shall have the right, upon its organization, to assign and deliver their subscriptions of stock, as set forth in Article IX hereof, to any other person, firms, or corporations who may hereafter become subscribers to the capital stock of the corporation, who upon accepting of such assignment shall stand in lieu of the original incorporators and assume, and carry out, all the rights, liabilities, and duties entailed by the said subscriptions, subject to the laws of the State of Florida and the execution of the necessary instruments of assignment.

(F) No contract, or other transaction, between the Corporation and any other Corporation, in the absence of fraud shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in or is a Director or Officer or are Directors or Officers of such Corporations and any Director, or Directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the Corporation or in which the corporation is interested, and no contract, act, or transaction of the Corporation with any person or persons, firm, or Corporation in the absence of fraud, shall be affected or invalidated by the fact that any Director, or Directors, of the

Corporation is a party, or parties, to or interested in such contract act, or transaction or in any way connected with such person, or person, firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may otherwise be interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation that he is a Director of such subsidiary or controlled company.

(G) The Officers of the Corporation who shall conduct the business of the Corporation during the first year of existence or until its successors are elected and qualified shall be:

NAME

ADDRESS

Julie Buonadonna, President

9110 Pinto Drive  
Lake Worth Fl 33467

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ARTICLE XII

Right to Amend


The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner nor hereafter prescribed by the law, and all rights conferred on officers. Directors and Stockholders herein are granted subject to this reservation.

ARTICLE XIII

Resident Agent

Daniel A. Modas, with the address of 1215 S.E. 2<sup>nd</sup> Ave. #202 (P.O.Box 21723) Ft. Lauderdale, Fl. 33335, shall be Registered Agent for the Corporation. Daniel A. Modas has so consented to the appointment said below.

P.O. Box  
MAILING  
Address on

  
Daniel A. Modas



ARTICLE XIV

Commencement of Existence

This Corporation shall commence its corporate existence upon the day of

January 1, 2005.

IN WITNESS WHEREOF, the undersigned have made and subscribe these Articles this 23rd day of August 2004

WITNESS:

[Signature]

[Signature]

Julie Buonadonna

This Corporation may in its by-laws set up a stock redemption plan, on the Stockholders and to be funded by Life Insurance. Both the stockholders and the directors shall have power to add or subtract to the stock redemption plan.

We, the undersigned, being such of the original subscribers to these Articles of Incorporation herein before named for the purpose of forming a Corporation to do business with and without the State of Florida do make and file these Articles of Incorporation, hereby declaring that facts herein stated are true and accordingly have hereunto set our hands and seal on this 23rd day of August 2004

STATE OF FLORIDA )

ss

COUNTY OF BROWARD )

I HEREBY CERTIFY that on the 23rd day of August 2004 personally appeared before me Julie Buonadonna to me personally known and she acknowledged before me that she executed the foregoing Article of Incorporation for the uses and purposes expressed.

Notary Public  
State of Florida

OFFICIAL NOTARY SEAL  
SHEILA A MODAS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. DD020289  
MY COMMISSION EXP. MAY 18, 2005