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FILED  
05 MAY 16 AM 8 19  
SECTION 1  
TALLAHASSEE, FLORIDA

5/18/05  
SQ

To Whom It May Concern:

If there are any questions concerning the filing of these Articles of Incorporation, please feel free to contact

Mr. Angelo Brooks at 407-234-5040 . The signature below authorizes you to act upon his direction in this matter.

**Please mail the Articles of Incorporation to:**

**A TO Z ACCOUNTING SOLUTIONS**

**P. O. BOX 520329**

**LONGWOOD, FL 32752-0329**

  
J. OTTO PRICE III

**ARTICLES OF INCORPORATION**

**ARTICLE I = NAME**

The Name of this Corporation is: M T E FINANCIAL SOLUTIONS INC.

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05 MAY 16 AM 8 19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II = DURATION**

This corporation shall have perpetual existence commencing on the date of filing with the Secretary of State of Florida.

**ARTICLE III = PURPOSE**

This corporation is organized for transacting all lawful business.

**ARTICLE IV = CAPITAL STOCK**

This corporation is authorized to issue one hundred (1000) shares of one dollar par value common stock.

**ARTICLE V = INITIAL REGISTERED OFFICE AND AGENT**

The mailing address of the principal office of this corporation is:  
4156 DAVIE COURT JACKSONVILLE, FL. 32210

The initial registered agent is J. OTTO PRICE III whose physical address is:  
4156 DAVIE COURT, JACKSONVILLE, FL. 32210

The registered address is:  
4156 DAVIE COURT  
JACKSONVILLE, FL. 32210

**ARTICLE VI = INITIAL BOARD OF DIRECTORS**

This corporation shall have no Directors. J. OTTO PRICE III, PRES/ VP/SEC/TRES

#### **ARTICLE VII = INCORPORATORS**

The name and address of the person signing these articles of Incorporation is J. OTTO PRICE III  
4156 DAVIE COURT  
JACKSONVILLE, FL 32210

#### **ARTICLE VIII = MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the majority of shareholders of this corporation.

Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held. A majority of the outstanding shares of the corporation entitled to vote, represented in person, or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

#### **ARTICLE IX = POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

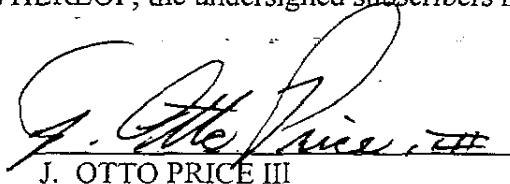
#### **ARTICLE X = INDEMNIFICATION**

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

#### **ARTICLE XI = AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this date: 05/04/05

  
J. OTTO PRICE III

STATE OF FLORIDA

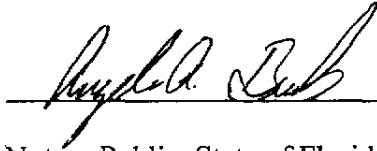
COUNTY OF DUVAL

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, J. OTTO PRICE III, known by me to be the person who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation. In witness whereof, I have hereunto set my hand and seal in the State and County last aforesaid, this date MAY 04<sup>TH</sup> 2005

  
\_\_\_\_\_  
Notary Public, State of Florida At Large:



My Commission Expires: JANUARY 20, 2007

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA.

NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED: M T E FINANCIAL SOLUTIONS INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF JACKSONVILLE, STATE OF FLORIDA HAS NAMED J. OTTO PRICE III. AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE 

REGISTERED AGENT: J. OTTO PRICE III

DATE: 05/04/05