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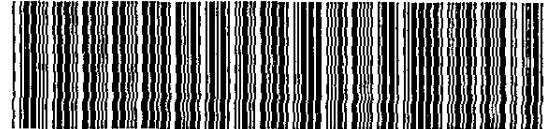
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/9/05
BWK

TRANSMITTAL LETTER

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

SUBJECT: Brenda Bagwell, CPA, P.A.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Brenda Bagwell

Name (Printed or typed)

2061 Wembley Place

Address

Oviedo, FL 32765

City, State & Zip

407-365-7443

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

BRENDA BAGWELL, CPA, P.A.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I - NAME

The name of the Corporation is: Brenda Bagwell, CPA, P.A. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is: 2061 Wembley Place, Oviedo, Florida 32765.

ARTICLE III - PURPOSE

The purpose of the Corporation: Provide certified public accountant services including but not limited to business and tax counseling, accounting, and tax preparation.

ARTICLE IV - STOCK

The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is 200 shares of common stock, no par value per.

ARTICLE V - DIRECTORS AND OFFICERS

The Corporation shall have at least one Director, who may or may not be an officer. The initial Director of the Corporation is Brenda Bagwell of 2061 Wembley Place, Oviedo, Florida 32765.

The Corporation shall have at least one President, one Secretary and one Treasurer, who may or may not be a Director, and who may be the same person. The initial President, Secretary and Treasurer of the Corporation is Brenda Bagwell of 2061 Wembley Place, Oviedo, Florida 32765.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 2061 Wembley Place, Oviedo, Florida 32765, and the initial registered agent of the Corporation at that address is: Brenda Bagwell.

ARTICLE VII - BYLAWS

The Board is expressly authorized to adopt, amend or repeal the Bylaws of the Corporation, subject to the power of the shareholders to adopt, amend, or repeal such Bylaws.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and

supplemented from time to time, indemnify any and all directors and officers of the Corporation and may, in the discretion of the Board of the Corporation, indemnify any and all other persons whom it shall have power to indemnify under said Section or otherwise under applicable law, from and against any and all of the liabilities, expenses or other matters referred to or covered by said Section. The indemnification provisions contained in the Florida Business Corporation Act shall not be deemed exclusive of any other rights of which those indemnified may be entitled under any bylaw, agreement, resolution of shareholders or disinterested directors, or otherwise. No provision of these Articles of Incorporation is intended by the Corporation to be construed as limiting, prohibiting, denying or abrogating any of the general or specific powers or rights conferred under the Florida Business Corporation Act upon the Corporation, upon its shareholders, bondholders and security holders, or upon its directors, officers and other corporate personnel, including, in particular, the power of the Corporation to furnish indemnification to directors, officers, employees and agents (and their heirs, executors and administrators) in the capacities defined and prescribed by the Florida Business Corporation Act and the defined and prescribed rights of said persons to indemnification as the same are conferred under the Florida Business Corporation Act.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR

The name of the Incorporator of the Corporation is: Brenda Bagwell, and her address is: 2061 Wembley Place, Oviedo, Florida 32765.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 26 day of July, 2005

By: Brenda Bagwell
Brenda Bagwell, Incorporator

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

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Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That **Brenda Bagwell, CPA, P.A.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at: 2061 Wembley Place, Oviedo, Florida 32765 as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Date: July 26, 2005.

Brenda Bagwell
Brenda Bagwell
Registered Agent