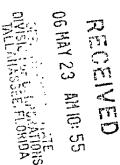
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COST LIMIT : \$ 78.75			
ORDER DATE: May 23, 2006			
ORDER TIME : 10:18 AM			
ORDER NO. : 126473-005			
CUSTOMER NO: 9585A			
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DOMESTIC FILING			
NAME: PADGETT WETZ & YOUNG, P.A.			
EFFECTIVE DATE:			
XX ARTICLES OF INCORPORATION  CERTIFICATE OF LIMITED PARTNERSHIP  ARTICLES OF ORGANIZATION			
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:			
XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING			
CONTACT PERSON: Kathy Drake - EXT. 2959			
EXAMINER'S INITIALS:			

FILED

06 MAY 23 PM 2: 09

ARTICLES OF INCORPORATION

**OF** 

SECREMARY OF STATE TALLAHASSEE, FLORIDA

### PADGETT WETZ & YOUNG, P.A.

#### <u>ARTICLE I - NAME</u>

The name of this Corporation is Padgett Wetz & Young, P.A. and the address is 206 North Third Street, Leesburg, Florida 34748.

#### ARTICLE II - TERM OF EXISTENCE

The existence of this Corporation shall exist perpetually.

#### ARTICLE III - NATURE OF BUSINESS

This Corporation may engage or transact in any or all activities or businesses rendering the same professional services to the public that a duly licensed accountant under the law of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Florida to practice accounting therein.

To invest the funds of this Corporation in real estate, mortgages, stocks, bonds or other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereto, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this Corporation.

To engage in any activity of business permitted under the laws of the United States and of the State of Florida.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

#### ARTICLE IV - CAPITAL STOCK

This Corporation shall have the authority to issue TEN THOUSAND (10,000) shares, all of one class, having a ONE DOLLAR (\$1.00) par value.

## <u>ARTICLE V – DENIAL OF PREEMPTIVE RIGHTS</u>

No shareholder shall have the preemptive right to purchase any new stock of this Corporation.

#### ARTICLE VI - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares. None of the shares of this Corporation may be issued to anyone other than an individual duly licensed to practice accounting in the State of Florida.

#### ARTICLE VII - DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this Corporation.

#### ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of this Corporation is 206 North Third Street, Leesburg, Florida 34748: The street address of the Registered Agent and Resident Agent of this Corporation is at 206 North Third Street, Leesburg, Florida 34748, and the name of the Registered Agent and Resident Agent at that address is Gregory P. Padgett.

#### ARTICLE IX - BOARD OF DIRECTORS

This Corporation shall have between one (1) and five (5) Directors. The initial Board of Directors shall have three (3) Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation is as follows:

Gregory P. Padgett 206 North Third Street Leesburg, FL 34748

Glenna G. Wetz 19026 Lake Swatara Drive Eustis, FL 32736

Herbert P. Young, Jr. 707 East Hilltop Street Fruitland Park, FL 34731

#### ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is as follows:

Gregory P. Padgett 206 North Third Street Leesburg, FL 34748

#### **ARTICLE XI - LIMITATIONS ON AMENDMENT**

These Articles of Incorporation may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned set their hand and have acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 22 day of May, 2006.

GREGOR YP. PADGETT

# STATE OF FLORIDA COUNTY OF LAKE

The foregoing instrument was acknowledged before me this add day of May, 2006, by GREGORY P. PADGETT

(X) who is personally known to me & did not take an oath.

( ) who has produced a Florida drivers license as identification and did not take an oath.

NOTARY PUBLIC STATE OF FLORIDA

DIANE HAINES
Notary Public - State of Florida
My Commission Expires Oct 29, 2006
Commission # DD135676
Bonded By National Notary Asan,

My commis

# ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, Gregory P. Padgett, hereby accept the position of Registered and Resident Agent for Padgett Wetz & Young PA.

Gregory P. Padgett