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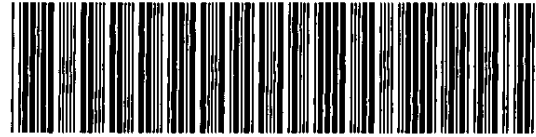
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

037-12-06

## COVER LETTER

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

SUBJECT: Lammert & Davis, 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: Mark Lammert, CPA, P.A.

Name (Printed or typed)

740 Florida Central Parkway, Suite 2008

Address

Longwood, FL 32750

City, State & Zip

407-260-1011 phone; 407-260-1033 fax

Daytime Telephone number

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

## ARTICLES OF INCORPORATION

The undersigned incorporator and subscriber to these articles of incorporation adopts these articles to form a corporation under the Professional Service Corporations and Limited Liability Companies Act, F.S. Chapter 621, and other laws of the State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### Article I      Name

The name of the professional corporation is: Lammert & Davis, CPA, P.A.

### Article II      Address

The street address of the initial principal office and mailing address of the professional corporation is:

304 Dornoch Court  
Winter Springs, FL 32708

### Article III      Purpose

The professional corporation is formed to engage in every phase and aspect of accounting, auditing, attestation, business & financial consulting, due diligence, estate planning, and any other business & financial services. In addition, the corporation may invest the funds of the corporation in real estate mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary.

### Article IV      Terms of Existence

The professional corporation is to exist perpetually.

### Article V      Capital Stock

The professional corporation shall have the authority to issue 10,000 shares of common capital stock with a par value of \$0.01 per share.

**Article VI Initial Officer and/or Director**

The professional corporation shall have two (2) officers and directors initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholder(s). Each of the said directors shall be of legal age and shall be a duly licensed Certified Public Accountant by the State of Florida.

The name and street address of the initial Officers are:

<u>Officer</u>	<u>Position</u>	<u>Street Address</u>
Stephen Davis	President, Treasurer	304 Dornoch Court Winter Springs, Florida 32708
Mark Lammert	Vice President, Secretary	410 MacGregor Road Winter Springs, Florida 32708

The name and street address of the initial Directors are:

Stephen Davis, 304 Dornoch Court, Winter Springs, Florida 32708  
Mark Lammert, 410 MacGregor Road, Winter Springs, Florida 32708

**Article VII Initial Registered Agent**

The initial registered agent for the professional corporation is Stephen Davis. The street address of the registered agent is 304 Dornoch Court, Winter Springs, Florida 32708.

**Article VIII Incorporator**

The Incorporator for the professional corporation is Stephen Davis. The street address of the registered agent is 304 Dornoch Court, Winter Springs, Florida 32708.

**Article IX Restraint on Alienation of Shares**

The stockholders of the professional corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the stockholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the corporation by any of its shareholders, or in the event of death of any of its stockholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the stockholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions are plainly noted on the certificate evidencing the ownership of such stock. No stockholder of the corporation may sell or transfer stock in the corporation except to another individual, professional corporation, or professional limited liability company who is eligible to be a stockholder of the

corporation, unless the sale or transfer has been approved at a stockholder meeting especially called for that purpose.

**Article X Indemnification**

The professional corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by law.

**Article XI Amendment**

These articles of incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

**Article XII Effective Date**

The existence of the professional corporation shall commence at 12:01 a.m. on July 10, 2006.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation on July 10, 2006.

Stephen Davis 7/10/06  
Stephen Davis, Incorporator Date

**REGISTERED AGENT'S ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept 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.

Stephen Davis 7/10/06  
Stephen Davis, Registered Agent Date