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(((H08000180332 3)))



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MARYANNE

To:

Division of Corporations

Fax Number

: (850)617-6381

GALL S ANDRE

Account Name

: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.

Account Number : 072720000036

: (407)843-4600

Phone

Fax Number : (407)843-4444

PLEASE ARRANGE FILING OF THE ATTACHED ARTICLES OF INCORPORATION AND RETURN CERTIFICATION TO ME AS SOON AS POSSIBLE. THANK YOU.

FLORIDA PROFIT/NON PROFIT CORPORATION

AMERICAN TAX AND CONSULTING CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	02
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Electronic Filing Menu

Corporate Filing Menu

Help

H08000180332 3

ARTICLES OF INCORPORATION OF AMERICAN TAX AND CONSULTING CURPURATION

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ARTICLE I - NAME

The name of this corporation is AMERICAN TAX AND CONSULTING CORPORATION.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 2801 W. Airport Blvd., Sanford, Florida 32771.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue TEN THOUSAND (10,000) shares of ONE CENT (\$0.01) pat value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2801 W. Airport Blvd., Sanford, Florida 32771, and the name of the initial registered agent of this corporation at that address is John Bartley.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

John Bartley

2801 W. Airport Blvd. Sanford, Florida 32771

H08000180332 3

H. Chadwick Barton

2801 W. Airport Blvd.

Sanford, Florida 32771

Robert G. Dello Russo

2801 W. Airport Blvd.

Sanford, Florida 32771

ARTICLE VI - INCORPORATOR

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

John Bartley

2801 W. Airport Blvd.

Sanford, Florida 32771

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation this 242 day of July, 2008.

John Bartley Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of AMERICAN TAX AND CONSULTING CORPORATION.

John Burtley, Registered Agent