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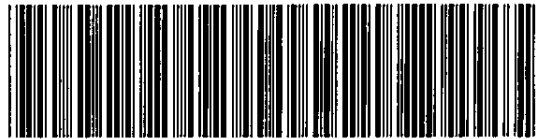
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN -5 2009
D.A. WHITE

COVER LETTER

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

SUBJECT: L. Stancil Raley, 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: L. Stancil Raley

Name (Printed or typed)

6028 44th Ct E

Address

Bradenton, FL 34203

City, State & Zip

941-782-1562

Daytime Telephone number

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

ARTICLES OF INCORPORATION

(Professional Corporation)

of

L. Stancil Raley, CPA, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, who is duly licensed to practice public accountancy in the State of Florida, desiring to form a professional corporation in accordance with Chapters 621 and 607 Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

CORPORATE NAME

The name of the corporation shall be L. STANCIL RALEY, CPA, P.A.

ARTICLE II

NATURE OF BUSINESS AND POWERS

This corporation is organized for the following purposes:

- a. To engage in the practice of public accounting as a professional corporation and to operate an accounting office for the purpose of providing public accountancy services.
- b. To own real estate and personal property, enter into contracts, and engage in any lawful business necessary for the rendering of public accounting services.
- c. To do everything necessary, proper, or convenient to accomplish any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes which is not forbidden by Florida laws or by the provisions of these articles of incorporation.

The purposes of this corporation shall be carried out only through officers, employees and agents, each of whom is licensed or otherwise legally qualified to render public accounting services in the State of Florida.

ARTICLE III

EFFECTIVE DATE AND TERM OF EXISTENCE

The effective date of incorporation is specified to be January 1, 2009. The term of existence of the corporation is perpetual unless sooner terminated under the provisions of the bylaws of the corporation.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of capital stock the corporation is authorized to have outstanding is 1,000, which will be common shares with a par value of \$1.00 per share.

ARTICLE V
INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's principal office is:

6028 44th Court East
Bradenton, FL 34203

The address of the initial registered office of the corporation in this State is:

6028 44th Court East
Bradenton, FL 34203

The initial registered agent at the registered office is L. Stancil Raley, CPA.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
CAPITAL STOCK

The name and post office address of the incorporator is:

L. Stancil Raley, CPA
6028 44th Court East
Bradenton, FL 34203

ARTICLE VIII
DIRECTORS

The Board of Directors shall consist of no less than one (1) member. The name of the initial member of the Board of Directors of this corporation and his street address is:

L. Stancil Raley, CPA
6028 44th Court East
Bradenton, FL 34203

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the Stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

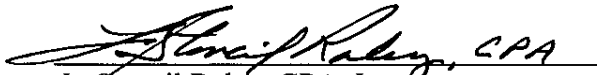
ARTICLE X
BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 45 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of two-thirds of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE XI
DISSOLUTION

The corporation may be dissolved at any time: (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 30th day of December, 2008.


L. Stancil Raley, CPA, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


L. Stancil Raley, CPA, Registered Agent