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SPECIAL INSTRUCTIONS:



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FLORIDA DEPARTMENT OF STATE Division of Corporations Division of Corporations

December 21, 2009

CORPORATE ACCESS, INC. ATTN: GLINDA

SUBJECT: SALTSMAN, CHARLTON & ASSOCIATES, P.A.

Ref. Number: W09000055104

We have received your document for SALTSMAN, CHARLTON & ASSOCIATES, P.A. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

The specific business purpose of the professional association must be stated in the document.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2010 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 409A00038654

Corprected
Thanks,
Etinda

ARTICLES OF INCORPORATION OF SALTSMAN, CHARLTON & ASSOCIATES, P.A.



The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is SALTSMAN, CHARLTON & ASSOCIATES, P.A. The principal office and mailing address is 222 S. Pennsylvania Ave., Suite 200, Winter Park, FL 32789.

ARTICLE II

TERM OF EXISTENCE

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The purpose for which this corporation is organized is to act as a Certified Public Accounting firm and is organized under the laws of the United States of America and under Chapter 607 of the Florida Statutes.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of One Cent (\$0.01) per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the board of directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this corporation shall be Robert P. Saltsman. The street address of the initial registered office of this corporation is 222 S. Pennsylvania Ave., Suite 200, Winter Park, Florida 32789. The board of directors from time to time may move the registered office of the corporation to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

There shall be a board of directors for this corporation that shall consist of not less than one (1). Except the number constituting the initial board of directors, the number of directors shall be decided by the resolution of the shareholders.

ARTICLE VII

BOARD OF DIRECTORS

The names and address of the members of the initial board of directors for this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal, or death, is:

<u>Name</u>

Street Address

Robert P. Saltsman

222 S. Pennsylvania Ave., Suite 200 Winter Park, FL 32789

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator is Robert P. Saltsman, 222 S. Pennsylvania Ave., Suite 200, Winter Park, FL 32789.

ARTICLE IX

BYLAWS

The powers to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the corporation.

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ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI

PRE-EMPTIVE RIGHTS

Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price that is offered to others.

ARTICLE XII

AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended any time by a resolution adopted by a majority vote of the board of directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director at the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the Corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this day of <u>brewher</u>, <u>2009</u>.

Robert P. Saltsman

Robert Saex

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

SALTSMAN, CHARLTON & ASSOCIATES, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Winter Park, State of Florida, has named Robert P. Saltsman, 222 S. Pennsylvania Ave., Suite 200, Winter Park, FL 32789, as agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the abovestated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Robert P. Saltsman, Registered Agent

12/16/09

Date:

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SECRETARY OF STATE