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PS 12/21/12

Bivins & Hemenway, P.A.
Attorneys At Law

1060 Bloomingdale Avenue, Valrico, Florida 33596 • Office: 813-643-4900 • Fax: 813-643-4904

December 19, 2012

VIA FEDEX

Division of Corporations
Cilfton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Incorporation of Michele Bourcy Nelson, CPA, P.A.

Dear Sir or Madame:

Enclosed are the Articles of Incorporation of Michele Bourcy Nelson, CPA, P.A., which were executed on December 19, 2012, and are effective as of December 13, 2012, together with check no. 1114 drawn from our firm trust account in the amount of $70.00 for payment of the associated filing fee.

Please file the enclosed Articles of Incorporation and return the "filed" copy to my attention in the enclosed self-addressed, postage prepaid envelope. In the meantime, please let me know if you have any questions regarding this filing.

Very truly yours,

Robert W. Bivins

RWB/emw
Enclosures

Bourcy, Michele/TransLtr.FDOS.FilingArticlesOfIncorp.CPA-PA FIRM.12-19-12.doc

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ARTICLES OF INCORPORATION

OF

MICHELE BOURCY NELSON CPA, P.A.

The undersigned, acting as the incorporator of Michele Bourcy Nelson, CPA, P.A., under the Florida Business Corporation Act and the Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

EFFECTIVE DATE 12-13-12

The name of the corporation is:

Michele Bourcy Nelson CPA, P.A.

ARTICLE II. CORPORATE PURPOSE

The corporation may engage in every aspect of the practice of public accounting and shall not engage in any business other than the practice of public accounting.

ARTICLE III. CORPORATE POWER

The corporation shall have all the powers granted to all corporations organized under the Florida Business Corporation Act and the Professional Service Corporation and Limited Liability Company Act except that the corporation shall not have the power to engage in any business other than the rendition of the professional services for which it was incorporated as set forth in Article II. Notwithstanding the foregoing, the corporation may invest its funds in bonds, stocks, real estate, and other types of investments, and the corporation may own any real and personal property that is necessary for the rendition of the professional services set forth in Article II.

ARTICLE IV. RENDITION OF PROFESSIONAL SERVICES

The corporation shall render the professional services described in Article II only through its agents, officers, directors, employees, and representatives who are duly licensed or otherwise legally authorized in the State of Florida to practice public accounting. The terms "agents," "officers," "employees," and "representatives" shall not include clerks, secretaries, bookkeepers, technicians, and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

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

5300 S. Florida Ave., Ste. 3
Lakeland, FL 33813

ARTICLE VI. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 100 shares of common stock, having no par value.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The name and street address of the initial director are:

Name	Address
Michele A. Bourcy Nelson	2732 Bent Leaf Dr. Valrico, FL 33594

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The name of the corporation's initial registered agent and the street address of the initial registered office of the corporation are:

Name	Address
Robert W. Bivins	1060 Bloomingdale Ave. Valrico, FL 33596

ARTICLE IX. LIMITATION ON ISSUANCE AND TRANSFER OF STOCK

The corporation may issue its capital stock only to individuals who are duly licensed or otherwise legally authorized to practice public accounting in the State of Florida and who are agents, officers, or employees of the corporation. In the event that a shareholder:

(a) becomes legally disqualified to practice public accounting in the state of Florida;

(b) sells, assigns, conveys, pledges, transfers, hypothecates, or otherwise disposes of, or attempts to sell, assign, convey, pledge, transfer, hypothecate, or otherwise dispose of, any shares of capital stock in the corporation to any person ineligible by law or by the Articles of Incorporation to be a shareholder in the corporation, or if the sale, pledge transfer, assignment, conveyance, hypothecation, or other disposition of, or attempt to sell, assign, convey, pledge, transfer, hypothecate, or otherwise dispose of, any shares of capital stock in the corporation is made in a manner prohibited by law, the Articles of Incorporation, or the Bylaws of the corporation; or

(c) suffers an execution to be levied upon his or her capital stock, or the capital stock is subjected to sale or other process, the effect of which is to vest any legal or equitable interest in the capital stock in some person other than a shareholder;

the capital stock of the shareholder immediately shall be deemed forfeited; the corporation immediately shall cancel the shares of capital stock owned of record by the shareholder; and the shareholder or other person in possession of the capital stock shall be entitled only to receive payments for the value of the capital stock which, in the absence of a bylaw provision, a provision in the Articles of Incorporation, a written agreement between the corporation and its shareholders, or a written agreement among its shareholders, shall be the book value as of the last day of the month preceding the month in which any of the events enumerated above occurs. The shareholder whose shares of capital stock become forfeited and are cancelled by the corporation shall immediately cease to be a shareholder, and except as to the shareholder's right to receive payment for the capital stock in accordance with the foregoing provision and the payment of any other sums the lawfully due and owing to the shareholder by the corporation, the shareholder shall terminate his or her employment with the corporation and shall have no further financial interest of any kind in the corporation.

ARTICLE X. ALIENATION OF STOCK

No shareholder of the corporation may sell, assign, convey, transfer, or otherwise dispose of any of his or her shares of capital stock in the corporation except to another individual who is duly qualified to be a shareholder of the corporation.

The corporation's Board of Directors is specifically authorized from time to time to adopt bylaws, not inconsistent with the Articles of Incorporation, restraining the alienation of shares of capital stock of the corporation and providing for the purchase or redemption by the corporation of its shares of capital stock.

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator is:

Robert W. Bivins
1060 Bloomingdale Ave.
Valrico, FL 33594

The incorporator assigns to the corporation his rights under section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of the corporation; this assignment shall become effective on the date corporate existence begins.

ARTICLE XII. EFFECTIVE DATE

The corporation's existence shall begin effective December 13, 2012, upon the filing of these Articles of Incorporation with the Florida Department of State.

EXECUTION DATE: December 17, 2012

ROBERT W. BIVINS,
as Incorporator

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DIVISION OF CORPORATIONS
12 DEC 20 PM 12:40

MICHELE BOURCY NELSON CPA, P.A.

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Michele Bourcy Nelson CPA, P.A., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 1060 Bloomingdale Ave., Valrico, FL 33596, has named Robert W. Bivins, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Michele Bourcy Nelson CPA, P.A., at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with and accepts the obligations of Section 607.0501, Florida Statutes.

EXECUTION DATE: December 19, 2012

ROBERT W. BIVINS
as Registered Agent

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