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FLORIDA PROFIT/NON PROFIT CORPORATION

Daniel C. Brock, C.P.A., P.A.

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**ARTICLES OF INCORPORATION
OF
DANIEL C. BROCK, C.P.A., P.A.**

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The undersigned, acting as incorporator of Daniel C. Brock, C.P.A., P.A. under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Daniel C. Brock, C.P.A., P.A. (the "Corporation").

ARTICLE II- ADDRESS

The street address of the principal office and the mailing address of the Corporation are:

1708 River Oaks Road
Jacksonville, Florida 32207

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of performing accounting services and all other lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Corporation will exist perpetually, commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 1,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The Corporation hereby (i) designates One Independent Drive, Suite 1200, Jacksonville, Florida 32202 as the street address of the Corporation's registered office, and (ii) names Contega Business Services, LLC as the Corporation's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1). The following individual shall serve as director of the Corporation until his successor is duly appointed or elected and qualified pursuant to the applicable

Prepared by:
Contega Business Services, LLC
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269

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conditions, provisions and terms of the Bylaws, or until the earlier of such director's death, removal or resignation:

Daniel C. Brock
1708 River Oaks Road
Jacksonville, Florida 32207

ARTICLE VIII- OFFICERS

The following individual shall serve as an officer of the Corporation, to hold the offices set forth opposite his name below until his successor is duly appointed or elected and qualified pursuant to the applicable conditions, provisions and terms of the Bylaws, or until the earlier of such officer's death, removal or resignation:

Daniel C. Brock – President, Secretary and Treasurer
1708 River Oaks Road
Jacksonville, Florida 32207

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
Daniel C. Brock	1708 River Oaks Road Jacksonville, Florida 32207

ARTICLE X - INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

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ARTICLE XI – JURISDICTION AND VENUE

Unless the Corporation consents in writing to the selection of an alternative forum or a federal court assumes exclusive jurisdiction, the federal and state courts sitting in the State of Florida shall be the sole and exclusive fora for (a) any derivative action or proceeding brought on behalf of the Corporation, (b) any action asserting a claim of breach of a fiduciary duty owed by any director, officer or other employee of the Corporation to the Corporation or to its shareholders, (c) any action asserting a claim arising pursuant to any condition, provision or term of the Florida Business Corporation Act, these Articles of Incorporation or the Corporation's bylaws, or (iv) any action asserting a claim governed by the internal affairs doctrine. Any person or entity purchasing or otherwise acquiring any interest in shares of capital stock of the Corporation shall be deemed to have notice of and consented to the provisions of this Article X.

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The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation.



Daniel C. Brock, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and hereby acknowledges that it is familiar with, and accepts the obligations of such position.

Dated: November 14, 2016

CONTEGA BUSINESS SERVICES, LLC

By: 

William M. Hammill II, Executive Vice President