

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

800-342-8086

CSO networks

P95000012830

RECEIVED
FEB 14 1995

SECTION OF INCORPORATION

MAIL TO:
P.O. Box 5820
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 543271 8784A

AUTHORIZATION :

Patricia P. Pugh

COST LIMIT : \$ 70.00

ORDER DATE : February 14, 1995

ORDER TIME : 2:30 PM

ORDER NO. : 543271

CUSTOMER NO: 8784A

CUSTOMER: W. Denis Shelley, Esq
W. DENIS SHELLEY, ESQ

313 South Palmetto Avenue

Daytona Beach, FL 32114

DOMESTIC FILING

NAME: ASSET MANAGEMENT & PLANNING
GROUP, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

Dmr 2/15/95

FILED
FEB 14 PM 4:20
SECTION OF STATE
TALLAHASSEE, FLORIDA

FILED

95 FEB 14 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ASSET MANAGEMENT & PLANNING GROUP, INC.

The undersigned incorporator hereby forms a
corporation under Chapter 607 of the laws of the State
of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ASSET MANAGEMENT & PLANNING GROUP, INC.

The address of the principal office of this corporation
shall be Post Office Box 238026, Allandale, Florida 32123,
and the mailing address of the corporation shall be
the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or
all lawful activities or business permitted under the
laws of the United States, the State of Florida or any
other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this
corporation is authorized to have outstanding at any one
time is 1,000 shares of common stock having no par value
per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Steven R. Schaefer
Dir.

Post Office Box 238026 N/A
Allandale, Florida 32123

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Steven R. Schaefer
Pres./Sec./Treas.

Post Office Box 238026 N/A
Allandale, Florida 32123

Dale E. Veitch
V.Pros.

Same

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on February 14, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: _____
Its Agent, Gail Shelby

FILED

05 FEB 14 PM 10:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATION
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: _____
Its Agent, Gail Shelby

P95000012830

W. Denis Sholley
Attorney at Law

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

313 South Palmetto Avenue
Daytona Beach, Florida 32114-4997

95 APR -4 PM 11:24
(904) 252-2531
Fax (904) 258-0392

March 7, 1995

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

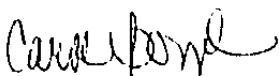
400001430994
-03/16/95--01018--005
*****35.00 *****35.00

Re: ASSET MANAGEMENT & PLANNING GROUP, INC.

Dear Sirs:

Enclosed please find the Statement of Change of Registered Agent for the above referenced client and our check in the amount of \$35.00 to cover these costs. If you should have any questions or need additional information please don't hesitate to contact our office.

With best regards,


Carol Boyd, Legal Assistant
W. Denis Shelley, Esq.

/cb

Enclosure

RAChe,
TM
4-4



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1995

W. DENIS SHELLEY
313 S. PALMETTO AVE.
DAYTONA BEACH, FL 32114-4997

SUBJECT: ASSET MANAGEMENT™ & PLANNING GROUP, INC.
Ref. Number: P95000012830

We have received your document for ASSET MANAGEMENT & PLANNING GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

The designation of the registered agent must be at a Florida street address.

Please return 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 (904) 487-6908.

Tawana McClellan
Corporate Specialist

Letter Number: 495A00012253

Date Filed 2-14-95

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: ASSIST MANAGEMENT & PLANNING GROUP, INC.

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)
Steven R. Schaefer

3867 S. Nova Rd.

Port Orange, FL 32127

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Steven R. Schaefer, President

(Typed or printed name and title)

Signature

(President or Vice President)

Date 3/7/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Steven R. Schaefer

Signature

(Agent)

Date 3/7/95

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -4 PM 1:25