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March 20, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32311

Re: Articles of Incorporation
JoAnne C. Holt, P.A., C.P.A.

To Whom It May Concern:

Enclosed please find two (2) originals of the Articles of Incorporation of JoAnne C. Holt, P.A., C.P.A., along with a check in the amount of \$122.50 representing the fee for filing and return of certification of filing.

Upon filing, please return one stamped original and the certification in the enclosed self addressed stamped envelope.

If you have any questions regarding this matter, please give me a call.

Cordially,

Madeline Ebelini

Madeline Ebelini

Enclosures

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**ARTICLES OF INCORPORATION
OF
JOANNE C. HOLT, P.A., C.P.A.**

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a professional corporation ("corporation"), pursuant to Chapter 621, Florida Statutes.

ARTICLE I

NAME: The name of this corporation shall be "JoAnne C. Holt, P.A., C.P.A."

ARTICLE II

ADDRESS: The mailing and street address of the principal office of this corporation is 1051 Shaddelee Lane E., Fort Myers, FL 33919.

ARTICLE III

NATURE OF BUSINESS: This corporation is organized for the sole and specific purpose of providing professional accounting services and other ancillary services to clients.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue 100 shares of common stock at a value of \$1.00 per share. The issuance and transfer of the corporation's stock shall be in accordance with Chapter 621, Florida Statutes. The owner or owners of said shares of common stock shall have unlimited voting rights, shall be entitled to receive dividends as declared by the corporation, and shall be entitled to receive the net assets of the corporation upon dissolution.

ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE: The name and street address of the initial registered agent and office of this corporation is: JoAnne C. Holt, 1051 Shaddelee Lane E., Fort Myers, FL 33919.

ARTICLE VII

BOARD OF DIRECTORS: The initial Board of Directors shall consist of one (1) member, who need not be a resident of the State of Florida or a shareholder of the corporation.

ARTICLE VIII

INITIAL DIRECTOR: The name and address of the initial Director who shall hold office for the first year of existence of the corporation or until her successor has been elected and qualified is:

JoAnne C. Holt

1051 Shaddelee Lane E.
Fort Myers, FL 33919

ARTICLE IX

INCORPORATOR: The name and address of the Incorporator to these Articles of Incorporation is:

JoAnne C. Holt

1051 Shaddelee Lane E.
Fort Myers, FL 33919

ARTICLE X

EFFECTIVE DATE: These Articles of Incorporation shall be effective April 1, 1995.

ARTICLE XII

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 them to the shareholders, and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

The undersigned Incorporator has executed these Articles of Incorporation this 16th day of March, 1995.


JoAnne C. Holt
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for JoAnne C. Holt, P.A., C.P.A., at the place designated in the Articles of Incorporation, I, JoAnne C. Holt, agree to act in this capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated: March 16, 1995

JoAnne C. Holt
JoAnne C. Holt

FILED
95 MAR 22 PM 7:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA