

P95000038801

TAX DEPOT, INC.
2905 WATERFORD DRIVE
DEERFIELD BEACH, FL 33442

May 11, 1995

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

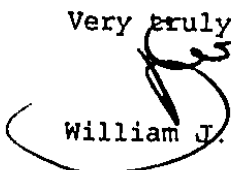
Subject: TOWN & COUNTRY MARKETING, INC.

300001487843
-05/15/95--01094--013
*****70.00 *****70.00

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00.

From: William J. Thor
Tax Depot, Inc.
2905 Waterford Drive
Deerfield Beach, FL 33442
Telephone: 305-428-3030

Very truly yours,


William J. Thor

55 MAY 15 AM 7:08
STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TOWN & COUNTRY MARKETING, INC.

RECORDED
55 MAY 15 AM 11:18
FILED

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME OF CORPORATION

The name of the corporation is TOWN & COUNTRY MARKETING, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The principal office of the corporation will be 241 N E 53rd Court, Fort Lauderdale, Florida 33334.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

INITIAL CAPITAL

The amount of initial capital with which this corporation shall begin business shall be five hundred(\$500.00) dollars.

ARTICLE FIVE

SHARES

The aggregate number of shares which the corporation has authority to issue is 5,000 shares, all of which shall be common shares and shall have a par value of one (\$1.00) dollar.

ARTICLE SIX

TERM OF EXISTENCE

The duration of this corporation is perpetual.

ARTICLE SEVEN

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is Barclay Miller. The street address of the initial registered office is 241 53rd Court Fort Lauderdale, Florida 33334.

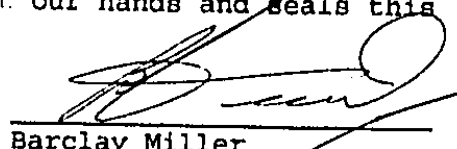
ARTICLE EIGHT

INCORPORATORS

The names and addresses of the Incorporators are:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------|---|
| Barclay Miller | 241 N E 53rd Court Fort Lauderdale, FL 33334 |

In witness whereof, we have hereunto set our hands and seals this
5th day of May, 1995.


Barclay Miller


CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organizing under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: TOWN & COUNTRY MARKETING, INC.
2. The name and address of the registered agent and office is:

Barclay Miller
241 N E 53rd Court
Fort Lauderdale, FL 33334

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Barclay Miller
Registered Agent

Date 5/11/95

95 MAY 15 AM 7:28
SECRET
TALLAHASSEE, FLORIDA

P95000038801

**TAX DEPOT, INC.
2905 WATERFORD DRIVE
DEERFIELD BEACH, FL 33442**

July 13, 1995

**Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314**

**FILED
95 JUL 26 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Subject: TOWN & COUNTRY MARKETING, INC.

Enclosed is an original and one (1) copy of the articles of amendment to articles of incorporation and a check for \$35.00.

**From: William J. Thor
Tax Depot, Inc.
2905 Waterford Drive
Deerfield Beach, FL 33442
Telephone: 305-428-3030**

Very truly yours,



William J. Thor

**300001546763
-07/26/95--01065--001
*****35.00 *****35.00**

**XPB NC
8-3**

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TOWN & COUNTRY MARKETING, INC.

FILED
JUL 26 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- First:** Amendment adopted to article one of the Articles of Incorporation thereby changing the name of the corporation to BARCLAY MILLER, P.A.
- Second:** The date of the amendment's adoption was July 3, 1995.
- Third:** The amendment was approved by the shareholders. The vote was unanimous and therefore sufficient for approval.

In witness whereof, we have hereunto set our hands and seals this 13th day of July, 1995.


Barclay Miller
President