

P95000055516

TRANSMITTAL LETTER

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

RECEIVED
JUL 18 1995

SUBJECT: Audit Tech, Inc. Florida
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

- | | | | |
|---|---|---|--|
| <input checked="" type="checkbox"/> \$70.00
Filing Fee | <input type="checkbox"/> \$78.75
Filing Fee
& Certificate | <input type="checkbox"/> \$122.50
Filing Fee
& Certified Copy | <input checked="" type="checkbox"/> \$131.25
Filing Fee,
Certified Copy
& Certificate |
|---|---|---|--|

FROM: William J. Ray
Name (printed or typed)
235 S. Maitland Avenue Suite 214
Address
Maitland, FL 32751
City, State & Zip
407-647-5411
Daytime Telephone number

795 4656
to 1144K
to 13045
502-11445

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 27, 1995

WILLIAM J RAY
235 S MAITLAND AVE SUITE 214
MAITLAND, FL 32751

SUBJECT: AUDIT TECH, INC.
Ref. Number: W95000013045

We have received your document for AUDIT TECH, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

PLEASE RESUBMIT THE FICTITIOUS NAME APPLICATION WITH A CHECK MADE PAYABLE TO SECRETARY OF STATE IN THE AMOUNT OF \$50.00.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 595A00031364

ARTICLES OF INCORPORATION

OF

AUDIT TECH, INC.

I, the undersigned, a natural person, who is sui juris and competent to contract, do hereby subscribe the following ARTICLES OF INCORPORATION for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I.

The name of this corporation is AUDIT TECH, INC.

ARTICLE II.

This corporation is to have perpetual existence.

ARTICLE III.

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV.

In conducting the foregoing business this corporation shall have any and all rights, privileges, powers and authority conferred upon, permitted and allowed and granted to corporations for profit organized under the laws of the State of Florida, as fully as if the same were set forth herein.

ARTICLE V.

The total number of shares of capital stock authorized to be issued by the corporation is Five Hundred (500) Shares of common voting stock having a par value of \$1.00 per share.

The capital stock of this corporation shall be fully paid prior to issue, and each certificate for stock in the corporation shall bear the words "Fully Paid and Non-assessable".

ARTICLE VI.

Each shareholder shall have the pre-emptive right to purchase his pro-rata share of authorized unissued or treasury shares of this corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, at the price fixed by the Board of Directors for sale of the same to others.

ARTICLE VII.

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

The corporation shall have (1) director initially. The number of directors may thereafter be increased or decreased in accordance with the by-laws of the corporation, but shall never be less than (1) one in number.

The names and addresses of the initial directors who shall hold office until their successors have been chosen and qualified as provided by law, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
William J. Ray	235 S. Maitland Avenue Suite 214 Maitland, Fl. 32751

ARTICLE VIII.

The name and address of the Incorporator of this corporation and subscriber to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
William J. Ray	235 S. Maitland Avenue Suite 214 Maitland, Fl. 32751

ARTICLE IX.

These Articles of Incorporation may be amended at any time in the manner provided by law.

ARTICLE X. PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 235 S. Maitland Avenue, Suite 214, Maitland, Fl. 32751 and the name of the initial registered agent of this corporation is William J. Ray.

ARTICLE XI.

The power to adopt, alter, amend or repeal by-laws of the corporation shall be vested in the Board of Directors.

The Board of Directors shall have the power to fix the compensation, by way of salaries, bonuses, and pensions of the employees, agents, officers and directors of the corporation in such form and amount as is reasonable in and by their discretion.

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby
executed these Articles of Incorporation this 3rd day of
April, A.D. 1995.

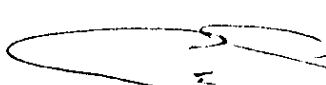
William J. Ray

STATE OF FLORIDA:

COUNTY OF ORANGE:

I HEREBY CERTIFY that on this day, before me, and officer duly
authorized in the State and County aforesaid to take oaths and
acknowledgments, personally appeared William J. Ray, to me well
known to be the person named as Incorporator in and who subscribed
the foregoing Articles of Incorporation and he acknowledged before
me that he executed the same.

WITNESS my hand and official seal in the County and State last
aforesaid this 3rd day of April, A.D., 1995.


Notary Public

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. JULY 5, 1995
BONDED THRU GENERAL INS. UMO.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED 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: Audit Tech, Inc. *CF Central FIA, Inc.*

2. The name and address of the registered agent and office is:

William J. Ray
(Name)

235 S. Maitland Avenue Suite 214
(P.O. Box not acceptable)

Maitland, FL 32751
(City/State/Zip)

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.

William J. Ray
(Signature)

4-5-95
(Date)