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July 31, 1995

VIA FEDERAL EXPRESS

Florida Secretary of State  
Division of Corporation  
409 E. Gaines Street  
Tallahassee, FL 32399

EFFECTIVE DATE  
7.29.95

\*\*\*\*\*  
-00707/95--111114--019  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation-Loftis & Edgecombe, P.A.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for Loftis & Edgecombe, P.A., together with a check in the amount of \$122.50 to cover the filing fees and certified copy. I would appreciate it if you would return the certified copy to the undersigned at the above address.

Please advise if you have any questions.

Very truly yours,

*David L. Ralls*

David L. Ralls

DLR/sdt  
Enclosures

B. REGISTER AUG - 3 1995

FILED  
95 AUG - 2 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

9 22 75

ARTICLES OF INCORPORATION  
OF  
LOFTIS & EDGECOMBE, P.A.

FILED  
95 AUG -2 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator, licensed or otherwise legally authorized to practice the profession of accounting in the State of Florida, with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company acts, and adopts the following articles of incorporation for the corporation:

Article I

Name

The name of the corporation is Loftis & Edgecombe, P.A., and the address of the principal office and mailing address of the corporation is at 1700 Wells Road, Suite 25, Orange Park, Florida 32073.

Article II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III

Nature of Business

This corporation is organized for the following purposes:

a. to engage in the practice of accounting as a professional accounting corporation and to carry on services incident to the practice of accounting. The practice of accounting is the sole and exclusive professional service to be rendered by this corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been licensed, and is duly authorized to practice accounting in, the State of Florida.

Article IV

Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at

Article VII

Bylaws

The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

Article VIII

Incorporator

The name and address of the incorporator of this corporation is:

John Edgecombe  
1700 Wells Road, Suite 25  
Orange Park, Florida 32073

Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 27 day of July 1995.

John Edgecombe

John Edgecombe  
Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT FOR THE ABOVE STATED CORPORATION, I HEREBY AGREE TO ACT IN THAT CAPACITY, AND I FURTHER STATE THAT I AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS OF THAT POSITION.

John Edgecombe

John Edgecombe

Dated: 7/27, 1995

95 AUG -2 AM 8:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA