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COR AMND/RESTATE/CORRECT OR O/D RESIGN
CPA WEALTH MANAGEMENT SERVICES, P.A.

Certificate of Status	0
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FILED
12 JUN 13 PM 3:05
TALLAHASSEE FLORIDA

Handwritten signature

JUN 13 2012
C. MUSTAIN

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
CPA WEALTH MANAGEMENT SERVICES, P.A.**

FILED
12 JUN 13 PM 3:05
TALLAHASSEE FLORIDA

Pursuant to the provisions of Sections 607.1007 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I- NAME OF CORPORATION

The name of this Corporation shall be CPA Wealth Management Services, P.A.

ARTICLE II- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation is located at 1300 Highway A1A, Satellite Beach, Florida 32937. The mailing address of the Corporation is 1300 Highway A1A, Satellite Beach, Florida 32937.

ARTICLE III- PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapters 607 and 621 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE IV- CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is twenty thousand (20,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V- BOARD OF DIRECTORS

A. The number of Directors of this Corporation shall be one (1). The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

this Corporation, but shall never be less than one (1).

B. The name and street address of the sole member of the Board of Directors, to hold office until his successor is elected or appointed and has qualified, are:

Thomas L. Kirk 1300 Highway A1A, Suite 103
Satellite Beach, Florida 32937

ARTICLE VI- INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VII- TERM OF EXISTENCE

This Corporation shall have perpetual existence.

IN WITNESS WHEREOF, I have subscribed my name as President pursuant to lawful corporate authority this 8th day of June, 2012.

CPA WEALTH MANAGEMENT SERVICES,
P.A.

By: Thomas L. Kirk
Thomas L. Kirk, President

**OFFICER'S CERTIFICATE TO ACCOMPANY
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
CPA WEALTH MANAGEMENT SERVICES, P.A.**

I, THOMAS L. KIRK, being the duly elected, qualified and acting President of CPA WEALTH MANAGEMENT SERVICES, P.A., a Florida corporation (the "Corporation"), hereby certify that the Amended and Restated Articles of Incorporation of the Corporation accompanying this Certificate were (1) duly adopted and approved by all of the members of the Board of Directors of the Corporation in compliance with Section 607.1007 of the Florida Statutes, (2) duly adopted and approved by all of the shareholders of the Corporation in compliance with Section 607.1007 of the Florida Statutes, and (3) that the number of votes cast for the Amended and Restated Articles of Incorporation by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, I have subscribed my name as President pursuant to lawful corporate authority, on this 8th day of June, 2012.

CPA WEALTH MANAGEMENT SERVICES,
P.A.

By: Thomas L. Kirk

Thomas L. Kirk, President