

P96000002380

January 2, 1996

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

500001677219
-01/03/96--01102--017
*****70.00 *****70.00

Re: MARTHA BELL & ASSOCIATES, INC

500001677219
-01/03/96--01102--018
*****52.50 *****52.50

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Martha Bell & Associates, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee, and a separate check in the amount of \$52.50 for 1 certified copy.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,

Martha Bell

Martha Bell
3500 S Florida Ave, No 5, Lakeland
33803

FILED
56 JAN -3 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-9-96
[Signature]

ARTICLES OF INCORPORATION
OF
MARTHA BELL & ASSOCIATES, INC

ARTICLE I

Section 1: The name of the Corporation is Martha Bell & Associates, Inc.

Section 2: The principal place of business and mailing address of this corporation shall be 3500 S Florida Ave, No 5, Lakeland, FL 33803

ARTICLE II

The general nature of the business and the object and purpose of the business proposed to be transacted and carried on are to any and all of the things herein noted, as fully and to the same extent as natural persons might or could do, to wit:

1. To engage in the business of an accounting and tax preparation service as well as other services as deemed appropriate.
2. To enter into and perform any/all contracts in which any person, firm, corporation, or association may lawfully engage and especially those dealing with all the aspects of the above-referenced accounting and tax preparation service.
3. To carry on any other lawful business whatsoever in connection with the foregoing or which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of the properties of the corporation.
4. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or attainment of any one or more of the objects herein, or which shall at anytime appear conducive to or expedient for the protection and benefit of this corporation.
5. The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida upon corporations under the provisions of the law.

FILED
CLERK OF DISTRICT COURT
JAN-3 1980
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ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 500 shares of common stock with a par value of one US dollar (\$1.00) per share.

ARTICLE IV

The address of the initial registered office of the Corporation is 3500 S Florida Ave, No 5, Lakeland, Florida 33803, and the name of the Corporation's initial registered agent for service of process at such address is Martha Bell.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Martha Bell, 3500 S Florida Ave, No 5, Lakeland, FL 33803.

IN WITNESS WHEREOF, I have hereunto set my hand this second day of January, 1996.

Martha Bell

Martha Bell
3500 S Florida Ave, No 5, Lakeland, FL 33803

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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: Martha Bell & Associates, Inc.
2. The name of the registered agent and office is:

Martha Bell
3500 S Florida Ave, No 5, Lakeland, Florida 33803

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.

SIGNATURE

Martha Bell

DATE January 2, 1996