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Judy Wayt
2300 Glades Road, Suite 155W
Boca Raton, FL 33431
(407) 368-0122

January 4, 1996

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

FILED
96 JAN -8 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed are the original and one copy of the Articles of Incorporation of Judith A. Wayt, P.A. and my check in the amount of \$122.50 for the filing fee.

Please file the articles and return the copy to me at the address above as soon as possible. Thank you.

Sincerely,

Judy Wayt

Judy Wayt

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ARTICLES OF INCORPORATION

OF

JUDITH A. WAYT, P.A.

96 JAN -8 PM 7:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, who is licensed or otherwise legally authorized to practice the profession of accounting in the State of Florida intends to form a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is JUDITH A. WAYT, P.A.

ARTICLE II - DURATION

The corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III - PURPOSE

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 thereto. 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.

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

ARTICLE IV - CAPITAL STOCK

The total number of shares of capital stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares. Such shares shall be of a single class of common stock and shall have a par value of One (\$1.00) Dollar per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the corporation's principal office is 2300 Glades Road, Suite 155W, Boca Raton, Florida. The name of the initial registered agent of the corporation is JUDITH A. WAYT, 2300 Glades Road, Suite 155W, Boca Raton, FL 33431.

ARTICLE VI - CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE VII - SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is: Judith A. Wayt, 3429 Cocoplum Circle, Coconut Creek, Florida 33063.

ARTICLE VIII - DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one and the name and address of the initial director is: Judith A. Wayt of 3429 Cocoplum Circle, Coconut Creek, Florida, 33063.

The initial director shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be one year and until the election and qualification

of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholder.

ARTICLE IX - BYLAWS

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for the purpose not more than ninety (90) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

ARTICLE X - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the undersigned incorporator of this corporation has executed these articles of incorporation at Boca Raton on January 4, 1996.


JUDITH A. WAYT

STATE OF FLORIDA
COUNTY OF PALM BEACH

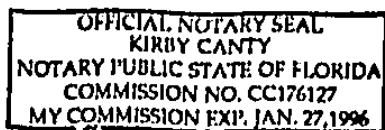
Before me, the undersigned authority, an officer duly authorized to minister oaths and take acknowledgments, personally appeared JUDITH A. WAYT, known to me and known by me to be the person who executed the foregoing Articles of

Incorporation, and that she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal this 40 day of January, 1996 at Boca Raton, Palm Beach County, Florida.

Kirby Canty
Notary Public
State of Florida at Large

My commission expires:



KIRBY CANTY
Print, Type or Stamp Name of
Notary

() Personally known to me, or

(☒) Produced identification: FL DRIVER LICENSE
Type of identification

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, JUDITH A. WAYT, being and the same as the JUDITH A. WAYT designated in the Articles of Incorporation of JUDITH A. WAYT, P.A. do hereby accept the appointment as registered agent of JUDITH A. WAYT, P.A. 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.

By: Judith A. Wayt
Judith A. Wayt
Registered Agent

Date: 1/4/96

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TALLAHASSEE, FLORIDA