

P96000056077

PERRY, HICKS & MCMILLAN, P.A.

ATTORNEYS & COUNSELORS AT LAW

JAMES E.C. PERRY*
REGINALD D. HICKS
TUIWANA J. MCMILLAN
LERRONIE M. MASON

*Also Admitted in Georgia

of Counsel
STANLEY E. FOSTER
Admitted in Georgia

FILED
JUN 27 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
THE DAY BUILDING
SUITE 630
605 EAST ROBINSON ST.
POST OFFICE BOX 2248
ORLANDO, FLORIDA 32802
TELEPHONE (407) 422-5758
TELECOPIER (407) 425-2380

June 6, 1996

W96-12479

630
502

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation and Certificate of Incorporation for HARRIS &
ASSOCIATES, CPA, P.A.

4000001889804
-07/10/96--01081--001
****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above referenced corporation.
I am also requesting a Florida Certificate of Incorporation for the above referenced corporation.
I have enclosed a check for \$122.50 for the following:

\$35.00	Filing fee
\$35.00	Registered Agent Designation fee
\$52.50	Florida Certificate of Incorporation

If you have any questions or comments, please do not hesitate to contact me at (407) 422-5758. Thank you in advance for your cooperation.

Reginald Hicks GAVE

AUTHORIZATION BY PHONE TO

CORRECT purpose

DATE 7-2-96

RDH/ems

Enclosures (as stated)

Sincerely,

Reginald D. Hicks

TH
7-2-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1996

REGINALD D. HICKS
C/O PERRY, HICKS & MCMILLAN, P.A.
POST OFFICE BOX 2248
ORLANDO, FL 32802

SUBJECT: HARRIS & ASSOCIATES, CPA, P.A.
Ref. Number: W96000012479

We have received your document for HARRIS & ASSOCIATES, CPA, P.A. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

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.

The specific nature of business of the professional association must be stated in the document.

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) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 596A00029237

PERRY, HICKS & MCMILLAN, P.A.

ATTORNEYS & COUNSELORS AT LAW

JAMES E.C. PERRY*
REGINALD D. HICKS
TUWANA J. MCMILLAN
LERNONIE M. MASON

*Also Admitted in Georgia

of Counsel
STANLEY E. FOSTER
Admitted in Georgia

THE DAY BUILDING
SUITE 630
605 EAST ROBINSON ST.
POST OFFICE BOX 2248
ORLANDO, FLORIDA 32802
TELEPHONE (407) 422-5758
TELECOPIER (407) 425-2380

June 28, 1996

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation and Certificate of Incorporation for L.F. HARRIS & ASSOCIATES, CPA, P.A.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above referenced corporation. I am also requesting a Florida Certificate of Incorporation for the above referenced corporation. I have enclosed a check for \$122.50 for the following:

\$35.00	Filing fee
\$35.00	Registered Agent Designation fee
\$52.50	Florida Certificate of Incorporation

If you have any questions or comments, please do not hesitate to contact me at (407) 422-5758. Thank you in advance for your cooperation.

Sincerely,


Reginald D. Hicks

RDH/sd
Enclosures (as stated)

cc: Mr. Luis Harris

ARTICLES OF INCORPORATION
OF
L.F. HARRIS & ASSOCIATES, CPA, P.A.

ONE CLASS OF STOCK

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be L.F. HARRIS & ASSOCIATES, CPA, P.A.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act. The specific purpose for this P.A. is for accounting.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is One Hundred (100) shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election for directors, the shareholders shall be entitled to cast votes using the cumulative method of voting for directors.

ARTICLE V

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or

FILED
96 JUN 27 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one (1) director whose name and address is as follows:

Luis F. Harris, 9324 Raven Dell Street, Orlando FL 32825

ARTICLE X

The initial registered agent of the corporation is REGINALD D. HICKS, ESQUIRE. The street address of the corporation's initial registered office is 605 E. Robinson Street, Suite 630, Orlando FL 32801.

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:
227 N. Magnolia Avenue, Suite 203, Orlando, Florida 32801

ARTICLE XII

The name and address of the incorporator to these Articles of Incorporation is:

Luis F. Harris, 9324 Raven Dell Street, Orlando FL 32825

28th The undersigned incorporator has executed these Articles of Incorporation this
day of June, 1996.


LUIS F. HARRIS, Incorporator

CONSENT TO SERVE AS REGISTERED AGENT

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date: June 28th, 1996.


REGINALD D. HICKS, ESQUIRE
Signature of Registered Agent

G:\CORP\CLIENT\HARRIS.CPA\AOI.

96 JUN 28 PM 3:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA