

896000067688

To: Florida Department of State
From: W. M. Shepard
Re: Articles of Incorporation
Date: July 26, 1996

*****122.50 *****122.50

- Enclosed please find two copies of the Articles of Incorporation for W. M. Shepard & Associates. Also enclosed is my check for \$122.50. My preliminary inquiry regarding the name revealed no conflicts.

Please advise if you need further information.

Thank you for your prompt attention to this matter

EFFECTIVE DATE
8-8-96

Mac Shepard

W96-16128

AL JUL 14 1996

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 2, 1996

W.M. SHEPARD
201 EAST FOURTH STREET
PANAMA CITY, FL 32401

SUBJECT: W.M. SHEPARD & ASSOCIATES
Ref. Number: W96000016198

We have received your document for W.M. SHEPARD & ASSOCIATES and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 396A00037081

EDMUND D. QUINTANA, P.A.
Lawyers
201 E. 4th Street
Panama City, Florida 32401

Edmund D. Quintana
Board Certified Civil Trial Lawyer
Also Admitted in Mississippi

(904) 763-1177

Fax (904) 763-5551

August 8, 1996

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

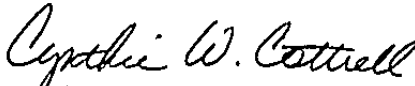
RE: W. M. Shepard & Associates, P.A.

Ladies/Gentlemen:

Enclosed herewith please find the original plus one (1) copy of the Articles of Incorporation for the above-referenced corporation along with your letter of August 2, 1996. All corrections and additions have been made.

Should you have any questions or need further clarification regarding the above, please feel free to call our office collect.

Very truly yours,


Cynthia W. Cottrell, CLA
Legal Assistant to
Edmund D. Quintana, Esq.

/cwc

Enc. as stated

EFFECTIVE DATE
8-8-96

ARTICLES OF INCORPORATION

OF

W. M. SHEPARD & ASSOCIATES, P.A.

FILED

96 AUG -8 PM 4:04

STATE
FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a professional service corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 473, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation;

I

NAME OF CORPORATION

The name of this corporation shall be W. M. SHEPARD & ASSOCIATES, P.A.

II

PURPOSES

This corporation may engage in any activity or business permitted under Chapter 473 of the laws of the State of Florida with respect to the practice of the profession of Public Accounting.

III

CAPITAL STOCK

(a) The capital stock of this corporation shall consist of one thousand (1,000) shares of common stock having a par value of one dollar (\$1) per share.

(b) The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

(c) Shares of the corporation's stock and certificates shall

be issued only to public accountants in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

IV

DURATION

The corporation shall have perpetual existence.

V

DATE OF CORPORATE EXISTENCE

The date when the corporate existence of this corporation shall become effective is August 1, 1996.

VI

PRINCIPAL OFFICE OF CORPORATION AND RESIDENT AGENT

The initial street address of the principal office and registered office of this corporation is 201 E. 4th Street, Panama City, Florida, 32401, and W. M. SHEPARD, 201 E. 4th Street, Panama City, Florida, 32401, is hereby designated as Resident Agent for this corporation.

VII

NUMBER OF DIRECTORS

This corporation shall have one director, but the by-laws of this corporation may provide for such increase or decrease in the number thereof as is authorized by law.

VIII

NAME AND ADDRESS OF FIRST BOARD OF DIRECTORS

The name and street address of the First Board of Directors is as follows:

<u>Name</u>	<u>Street Address</u>
W. M. Shepard	201 E. 4th Street Panama City, FL 32401

IX

NAME AND ADDRESS OF SUBSCRIBER TO CERTIFICATE OF INCORPORATION

The name and street address of the subscriber to this certificate of incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
W. M. Shepard	201 E. 4th Street Panama City, FL 32401

X

OFFICERS

The officer of this corporation shall be a President/Secretary and such other officers or agents as may be deemed necessary. All officers, agents or employees as may be necessary shall be chosen in such a manner, hold offices for such time, and have such power and duties as may be prescribed by the by-laws or determined by the Board of Directors. Any person may hold two (2) or more offices.

XI

BY-LAW AMENDMENT

The power to adopt, alter, amend or repeal the by-laws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of the State of Florida governing a professional service corporation.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 7th day of August, 1996, for the purpose of forming this corporation under the laws of the State of Florida, and such corporation shall be effective on August 1, 1996, and I hereby make and file in the office of the Secretary of State of the State of Florida this Certificate of Incorporation and certify that the facts herein stated are true.


W. M. SHEPARD

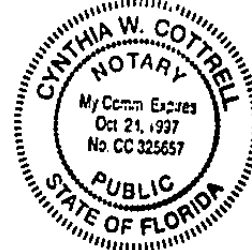
STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME, the undersigned, duly authorized to take acknowledgements and administer oaths, appeared W. M. Shepard, personally known to me, who, being first duly cautioned and sworn, upon his oath deposes and says that he has signed the above Articles of Incorporation for the conditions and purposes therein expressed.

SWORN TO AND SUBSCRIBED TO before me this 7th day of August, 1996.


Notary Public

My commission expires:



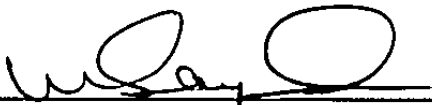
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

That W. M. SHEPARD & ASSOCIATES, P.A., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Panama City, County of Bay, State of Florida, has named W. M. Shepard, located at 201 E. 4th Street, Panama City, Florida, 32401, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



W. M. SHEPARD

(Resident Agent)

FILED
96 AUG -8 PM 4:04
CLERK
JUL 29 1996
JUL 29 1996

P96000067688

To: Division of Corporations
From: W M Shepard
Re: Amendment to Articles of Incorporation
Date: October 9, 1996

- Enclosed please find 1 copy of Articles of Amendment to the Articles of Incorporation of W. M. Shepard & Associates, P. A. changing the name of the corporation to W. M. Shepard C. P. A., P. A. My phone number is (904) 747-1888 and my address is 201 E 4th St., Panama City, FL 32401. Please feel free to contact me if you need further information.

900001972039
-10/11/96--01090--021
*****35.00 *****35.00

FILED
96 OCT 11 PM 12:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/17
John
name change

M - E - M - O

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 OCT 11 PM 12:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

W. M. Shepard & Associates, P.A.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1 is amended to read: The name of this corporation shall be W. M. Shepard C.P.A., P.A.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: August 31, 1996.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

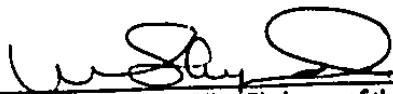
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 9th of October, 1996.

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

W. M. Shepard

Typed or printed name

President and sole shareholder

Title