

Cheryl Silverman
Attorney at Law

P96000069636

August 16, 1996

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

500001826935
-08/20/96--01118--020
***122.50 ***122.50

Dear Sir/Madam:

I am enclosing the Articles of Incorporation of Boniske,
Fenaughty & Associates, C.P.A'S., P.A.

I have enclosed a check in the amount of \$122.50 for the
filing fee.

Kindly remit the filed copy to:

Cheryl Silverman, Esquire
1533 Sunset Drive, Ste. 120
Coral Gables, FL 33143


Should you have any questions please feel free to contact me.

Very truly yours,


Cheryl Silverman

CS/dw
encl.

FILED
SEP 19 PM 1:47
TALLAHASSEE, FLORIDA

8/21/96


**ARTICLES OF INCORPORATION
OF
BONISKE, FENAUGHTY & ASSOCIATES, CPA'S, P.A.**

FILED
JAN 19 1997
CLERK OF THE COURT
JAN 19 1997
CLERK OF THE COURT

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a professional service corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:
BONISKE, FENAUGHTY & ASSOCIATES, CPA'S, P.A. (the "Corporation")

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The general purposes for which the Corporation is initially organized are:

To render the following specific professional services (as defined in Section 621.03 of the Professional Service Corporation and Limited Liability Company Act) and none other, to wit: the personal services rendered by certified public accountants as provided by Chapter 473 of the Florida Statutes or any successor statute providing therefor.

And in connection therewith and in furtherance thereof, to possess and exercise all the powers and privileges granted by the Florida Business Corporation Act or by any other law of Florida or by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are consistent with, and not prohibited by, the Professional Service Corporation and Limited Liability Company Act.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 1,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the Corporation shall be:

Cheryl Silverman, Esq.
1533 Sunset Drive, Suite 120
Coral Gables, Florida 33143

ARTICLE VI

This Corporation shall have two directors initially. The names and addresses of the initial directors of the Corporation, who shall hold office until their successors are elected and qualified or until the earlier resignation or removal from office are:

Mark Fenaughty, CPA
10242 SW 129 PL.
Miami, Florida 33186

Joel Boniske, CPA
c/o Mark Fenaughty, CPA
10242 SW 129 PL.
Miami, Florida 33186

The number of directors may be increased or decreased from time to time pursuant to the Bylaws of the Corporation, but shall not be less than one.

ARTICLE VII

The name and address of the Incorporator of the Corporation is:

Cheryl Silverman, Esq.
1533 Sunset Drive, Suite 120
Coral Gables, Florida 33143

ARTICLE VIII

The mailing address of the Corporation is:

c/o Mark Fenaughty, CPA
10242 SW 129 PL.
Miami, Florida 33186

Executed at Miami, Florida this 15 day of August, 1996.

By: 

CHERYL SILVERMAN, INCORPORATOR

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of BONISKE, FENAUGHTY & ASSOCIATES, CPA'S, P.A., the undersigned accepts such appointment, and agrees to act in such capacity.

Dated this 15 day of August, 1996.

By:


CHERYL SILVERMAN, ESQ.

FILED
56 AUG 19 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-8086



networks

PRESTICE HALL
LEGAL & FINANCIAL SERVICES

P96000069636

ACCOUNT NO. : 072100000032

REFERENCE : 112571 10306A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 8, 1996

ORDER TIME : 10:30 AM

ORDER NO. : 112571

CUSTOMER NO: 10306A

CUSTOMER: Cheryl Silverman, Esq
Cheryl Silverman, Esq.
Suite 120
1533 Sunset Drive
Coral Gables, FL 33143

400001967254
-10/08/96--01075--001
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: BONISKE, FENAUGHTY AND
ASSOCIATES, CPA'S P.A.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

Handwritten signature: Name Change
10/9/96
DC

FILED
96 OCT -8 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT -8 AM 11:05
DIVISION OF CORPORATION

RECEIVED



96 OCT -9 AM 11:01

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
Sandra B. Mortham
Secretary of State

October 8, 1996

CSC NETWORKS
DEBORAH SCHRODER

SUBJECT: BONISKE, FENAUGHTY & ASSOCIATES, CPA'S, P.A.
Ref. Number: P96000069636

RESUBMIT
Please give original
submission date as file date.

We have received your document for BONISKE, FENAUGHTY & ASSOCIATES, CPA'S, P.A. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 196A00045875

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BONISKE, FENAUGHTY & ASSOCIATES, CPA'S, P.A.

FILED
96 OCT -8 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, constituting all the directors of Boniske, Fenaughty & Associates, CPA'S, P.A., a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Corporation"), does hereby certify:

- 1. The name of the Corporation is BONISKE, FENAUGHTY & ASSOCIATES, CPA'S, P.A.**
- 2. The following provisions of the Articles of Incorporation of the Corporation be and it hereby is amended in the following particulars:**

Article I be and it hereby is amended to read in its entirety as follows:

NAME: The name of the corporation shall hereinafter be:

BONISKE & FENAUGHTY, CPA's P.A.

- 3. The foregoing amendment was adopted by all the directors of the Corporation, without the necessity of shareholder approval, by written consent dated as of October 4, 1996.**

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment this 4th day of October, 1996.



JOEL BONISKE



MARK FENAUGHTY