

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE 11/8
 TIME _____ CK No. _____
 BY _____

WALK-IN Will Pick Up 12:00 11/8

RE: Tampa Bay Tax +
Accounting Services, Inc.

	G.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Photo		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prop.		
FAX () pgs.		

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit Invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

FILED
 86 NOV 18 PM 3:31
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TAMPA BAY TAX & ACCOUNTING SERVICES, INC.

FILED
96 NOV -8 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Subscriber, being a natural person competent to contract, and for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation shall be: TAMPA BAY TAX & ACCOUNTING SERVICES, INC.

ARTICLE TWO

This corporation shall have perpetual existence unless sooner dissolved according to law, and shall commence corporate existence upon the filing of these Articles by the Department of State.

ARTICLE THREE

This corporation is organized for the purpose of transacting, conducting, carrying on, operating, and engaging in the business of bookkeeping, accounting, and all things subsidiary, ancillary, and necessary, or convenient for carrying out and into effect the purposes and objects of the corporation, and in respect thereto, to transact and engage in any activity or business permitted under the Laws of the State of Florida, and of the United States.

ARTICLE FOUR

This Corporation is authorized to issue One Hundred (100) shares of One (\$1.00) Dollar par value common stock which shall be

designated "Common Stock."

ARTICLE FIVE

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX

The address of the Corporation's initial registered office, as well as its principal office and mailing address, is 13535 Avista Drive, Tampa, FL 33624. The name of the initial registered agent of the Corporation located at its registered office is George H. White.

ARTICLE SEVEN

This corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws of this corporation, but shall never be less than one. The name and address of the initial director of this corporation is:

George H. White

13535 Avista Drive
Tampa, FL 33624

ARTICLE EIGHT

The name and street address of the officers of this corporation who, subject to the provisions of the certificate of incorporation, shall hold office for the first year of the

corporation's existence, or until their successor is elected and has qualified are:

NAME and OFFICE

STREET ADDRESS

George H. White, President

13535 Avista Drive
Tampa, FL 33624

Patricia J. White,
Vice President

13535 Avista Drive
Tampa, FL 33624

ARTICLE NINE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE TEN

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN

This corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

ARTICLE TWELVE

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE THIRTEEN

The name and address of the incorporator of this corporation is GEORGE H. WHITE, 13535 Avista Drive, Tampa, FL 33624.

IN WITNESS WHEREOF, the undersigned has executed these

Articles of Incorporation on the 7th day of November, 1996.

George H. White
GEORGE H. WHITE, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were SWORN TO
AND SUBSCRIBED before me this 7 day of November, 1996,
by GEORGE H. WHITE, who is personally known to me.



PENNY E STOCKWELL
My Commission CC484781
Expires Apr. 28, 1999
Bonded by AHB
800-852-8878

Penny E. Stockwell
Notary Public

My Commission Expires:

CERTIFICATE OF DESIGNATION OF
REGISTERED OFFICE AND REGISTERED AGENT
OF

FILED
96 NOV -8 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TAMPA BAY TAX & ACCOUNTING SERVICES, INC.

Pursuant to Section 607.325, of the General Corporation Act, the above-named Corporation, desiring to organize under the laws of the State of Florida, with its registered office at 13535 Avista Drive, Tampa, FL 33624, has named GEORGE H. WHITE at such address, as its agent to accept service of process within the state of Florida.

DATED THIS 7th day of November, 1996.

George H. White
GEORGE H. WHITE, Incorporator

ACCEPTANCE OF DESIGNATION

Having been named as registered agent to accept service of process for the above-named Corporation at the place designated in this Certificate, I hereby accept the appointment to act as registered agent and agree to comply with the provisions of the above-referenced act.

DATED THIS 7th day of November, 1996.

George H. White
GEORGE H. WHITE
(Registered Agent)