

P97000003470

Date: September 5, 1996

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

Re: W. HOWARD ELLINGSWORTH, CPA, P.A.

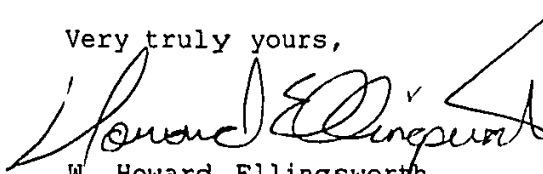
Gentlemen:

Enclosed, please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Incorporation and Fee for Registered Agent Designation for the above named corporation.

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-01/08/97--01080--006
****122.50 ****122.50

Very truly yours,



W. Howard Ellingsworth
(individual's name)

W. Howard Ellingsworth, CPA, P.A.
(name of corporation)

MAILING ADDRESS OF CORPORATION:

W. HOWARD ELLINGSWORTH, CPA, P.A.
243 N.E. 5TH AVENUE
DELRAY BEACH, FLORIDA 33483

See 1/14

FILED
97 JAN -8 AM 9:03
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

W. HOWARD ELLINGSWORTH, CPA, P.A.

FILED
97 JAN -8 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME AND PRINCIPAL OFFICE

The name of the corporation is:

W. HOWARD ELLINGSWORTH, CPA, P.A.

The corporation's principal office and mailing address is:

**W. HOWARD ELLINGSWORTH, CPA, P.A.
243 N.E. 5TH AVENUE
DELRAY BEACH, FLORIDA 33483**

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of operating a certified public accounting firm.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and mailing address of the Initial Registered Agent of this Corporation is:

**W. HOWARD ELLINGSWORTH
243 N.E. 5TH AVENUE
DELRAY BEACH, FLORIDA 33483**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of the corporation are as follows:

**W. HOWARD ELLINGSWORTH
243 N.E. 5TH AVENUE
DELRAY BEACH, FL 33483**

ARTICLE VII - INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles of Incorporation are as follows:

W. HOWARD ELLINGSWORTH
243 N.E. 5TH AVENUE
DELRAY BEACH, FL 33483

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation this 31st day of December, 1996.


W. HOWARD ELLINGSWORTH

STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

W. HOWARD ELLINGSWORTH

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that HE executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 31st day of December, 1996.


(Notary Public, State of Florida at Large)

(Notary Seal)



M. ELIZABETH REED
My Commission 00442540
Expires Mar. 25, 2000

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

W. HOWARD ELLINGSWORTH, CPA, P.A.

FILED
97 JAN -8 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.034,
the following is submitted:

The above corporation, desiring to organize under the laws
of the State of Florida with its registered office as
indicated in the Articles of Incorporation at

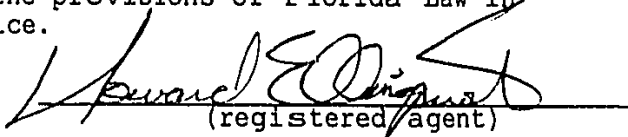
**243 N.E. 5TH AVENUE
DELRAY BEACH, FLORIDA 33483**

has named **W. HOWARD ELLINGSWORTH**

located at the aforesaid address, as its Registered 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 to act in this capacity, and
agree to comply with the provisions of Florida Law in
keeping open said office.


(registered agent)