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FLORIDA DIVISION OF CORPORATIONS

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FROM: FRANKLIN D. GREENMAN, P.A.
071005000567

ACCT#:

CONTACT: FRANKLIN D GREENMAN
PHONE: (305)743-2351
(305)743-6523

FAX #:

NAME: TAX & FINANCIAL SERVICES, INC.

AUDIT NUMBER.....H97000000839

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 15, 1997

FRANKLIN D GREENMAN

SUBJECT: TAX & FINANCIAL SERVICES, INC.
REF: W97000001086

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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ARTICLES OF INCORPORATION
FOR
TAX & FINANCIAL SERVICES, INC.

FILED
JAN 15 PM 4:15
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned acting as incorporators of a corporation under the Florida General Corporation act adopts the following Articles of Incorporation for their corporation.

ARTICLE I

The name of the corporation shall be TAX & FINANCIAL SERVICES, INC. whose principal place of business is 4063 N. Golden Rod Road, Suite 3, Winter Park, Florida 32792.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized is to provide tax preparation services and financial planning and management and generally to do any and all things necessary, pertinent, or convenient to the purposes herein and hereby stated or any activity or business permitted under the laws of the United States and of this State and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all of the things incidental to them or connected with them that are not forbidden by Florida corporation Laws or by any other law, or by theses Articles of Incorporation, and to carry out the said purposes in any State, Territory, District, or possession of the United States, or in any foreign country.

ARTICLE IV

The aggregate number of shares that the corporation shall have the authority to issue is one hundred (100) shares of capital stock with the par value of one dollar (\$1.00) per share. The sum of the par value of all shares of the capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stocks

Prepared by: Franklin D Greenman
5800 Overseas Highway, #40
Marathon, FL 33050
FL Bar #290815
(305)743-2351

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shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. Shares of the corporation are not to be divided into the classes. The corporation is not authorized to issue shares in series.

ARTICLE V

The street address in Florida of the initial registered office of the corporation is 5800 Overseas Highway, Suite 40, Marathon, Monroe County, Florida 33050 and the name of the initial registered agent at that address is Franklin D. Greenman, Esq.

ARTICLE VI

The name and address of the persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified is as follows:

Hal Mette
4063 N. Golden Rod Road
Suite 3
Winter Park, FL 32792

ARTICLE VII

The name and address of the initial incorporators are as follows:

Hal Mette
4063 N. Golden Rod Road
Suite 3
Winter Park, FL 32792

ARTICLE VIII

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

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ARTICLE IX


No stock of this corporation shall be issued or transferred to any person who is not an officer or director of this corporation, except with the consent of the Board of Directors, evidenced by resolution duly passed at the regular meeting of the Board, or at a special meeting called for that purposes.

ARTICLE X**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


Franklin D. Greenman
Registered Agent

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation on this 30 day of Dec, 1996.


Hal Mette

STATE OF FLORIDA)
COUNTY OF _____)

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments personally appeared HAL METTE, who is personally known to me or who has produced _____ as identification and who (did) (did not) take an oath and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 30 day of Dec, 1996.


Notary Public, State of Florida
My Commission Expires _____



of Greenman & Manz, PC

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