

P9700000 7231

Miami Accounting Consultants, Inc.
C/o William R. Bunday
2339 N.E. 2nd Ct
Miami, Florida 33137

Dear Corporations Division!

300002064173--1
-01/22/97--01062--020
*****35.00 *****35.00
300002064173--1
-01/22/97--01062--021
*****35.00 *****35.00

Please Find Enclosed!

1. An original Articles of Incorporation
AND one copy for the Above Named
Corporation.

2. A(2) Money order in the Amount of
\$70⁰⁰ (2x\$35) for Filing Fees.

A. certified copy is not requested.

Please send Responses or Receipts
concerning this Filing to the Above
Address.

Thank you very much.

JANUARY 17, 1997

Name of Incorporator: William R. Bunday

Signature of Incorporator: William R. Bunday
01/24/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 21 PM 3:09

ARTICLES OF INCORPORATION
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 21 PM 3:09

Miami Accounting Consultants Inc.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

Miami Accounting Consultants, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

2339 W.E. 2nd Court, Miami, Florida 33137

Article 3. The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

William R. Bundy 2339 W. E. 2nd Court, Miami, Florida 33137

Article 5. The name and street address of the incorporator of this corporation is:

William R. Bundy 2339 W. E. 2nd Court, Miami, Florida 33137

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: 1/17/97

Name of Incorporator:

William R. Bundy

Signature of Incorporator:

William R. Bundy

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Name William R. Bundy

Street address 2339 W. E. 2nd Court
 Miami, Florida 33137

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 21 PM 3:09

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature of registered agent:

William R. Bundy
Miami Accounting Consultants, Inc.

Date of signature: 1/17/97