

P9700020905
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

DION & DION Consulting Group, Inc.

SUBJECT: DION & DION Consulting, Inc. ^{GROUP}
(Proposed corporate name - must include suffix)

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-03/04/97--01003--014
****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

TODD M. DION

Name (printed or typed)

18204 Clearbrook Cir

Address

Box 2, Raton, FL 33498

City, State & Zip

305 - 656 - 4506

Daytime Telephone number

FILED
97 MAR -4 M 9 11
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
STATE

3/7/97
IB

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

Dion & Dion Consulting Group, Inc.

FILED
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TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of the corporation shall be:

Dion & Dion Consulting Group, Inc.

ARTICLE II. NATURE OF BUSINESS

The purpose for which the corporation is organized shall be to engage in and carry on all aspects of **computer and accounting consulting** within the State Of Florida, and to do those things that are necessary or proper in connection with that business, including, but not limited to, the following:

- (a) To advise on, sell, repair, operate, store information on and construct computer software and computer hardware of all kinds. To engage in all aspects of computer consulting.
- (b) To conduct any and all aspects of accounting consulting for any business or individual.
- (c) To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel and rescind those contracts.
- (d) To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.

- (e) To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become member of any association, nonprofit corporation, or any other entity.
- (f) To carry on any other business in connection with and incidental to any of the foregoing business, transactions, and dealings; and to do any other act legal under the laws of the State of Florida with all the powers conferred on corporations by the laws of the State of Florida.
- (g) To restrict the manner in which the persons to whom its capital stock shall be issued or transferred and to enact by-laws to carry these restrictions into effect.
- (h) To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporate purpose or the attainment of any of the objectives or the furtherance of any of the powers set forth in these Articles of Incorporation, out of its professional business or otherwise, and at all times to comply with the provisions of the Florida Professional Service Corporation Act as currently enacted and as may be hereafter amended or superseded by any other statute.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the of the corporate objectives expressed above.

ARTICLE III. PROFESSIONAL SERVICES

The professional services of the corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice accounting within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this corporation, acting through its duly elected officers, and no officer, employee, or agent shall enter into any contract, written or verbal, for professional services with any client wherein the right to select the person by which the services shall be rendered by delegated to the client.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a \$1.00 par value per share.

ARTICLE V. ADDRESS

The street address of the principal office is:

**18204 Clearbrook Cir.
Boca Raton, Fl. 33498**

The mailing address of the corporation for all documents is:

**P.O. Box 812168
Boca Raton, Fl. 33481**

The name of the initial registered agent of the corporation is **Todd M. Dion.**

The street address of the initial registered agent, Todd M. Dion, is:

**18204 Clearbrook Cir.
Boca Raton, Fl. 33498**

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. PREEMPTIVE RIGHTS

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 holds, shall have the rights to purchase his pro rate share thereof at the price at which it is offered to others.

ARTICLE VIII. DIRECTORS

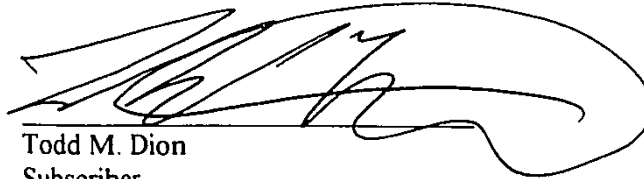
The corporation shall establish a board of directors during the first month of existence.

ARTICLE IX. BY-LAWS

The initial by-laws of the corporation shall be adopted by vote of the shareholders of the corporation. Thereafter, the by-laws of the corporation may be amended, modified or repealed as provided by the by-laws.


ARTICLE X. SUBSCRIBERS

In witness whereof, the undersigned has hereunto set his hand and seal on this 25 day of February, 1997.



Todd M. Dion
Subscriber

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



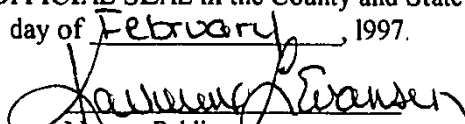
Todd M. Dion
Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared Todd M. Dion, to me known to be the person described as the Subscriber and Registered agent in and who excited the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State named above on this 25th day of February, 1997.



Katherine L. Evansen
Notary Public



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

DION & DION Consulting Group, Inc.

1. The name of the corporation is: _____

2. The name and address of the registered agent and office is:

TODD M. DION

(Name)

18204 Clearbrook Cir

(P.O. Box not acceptable)

Boca Raton, FL. 33488

(City/State/Zip)

Having been named as 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)

2 / 25 / 97

(Date)