

Marilyn L. Mantor
6041 - 16th Avenue N.W.
Naples, FL 34119

P97000029572

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

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-03/31/97--01066--003
***122.50 ***122.50

Re: Incorporation of New Business

To Whom it May Concern,

Enclosed are (1) an original and one copy of the Articles of Incorporation, (2) Certificate Designating place of business and (3) a check in payment of incorporation fees as follows:

\$ 35.00 - Filing Fee - Profit Corporation
52.50 - Certified Copy
35.00 - Certificate Designating Registered Agent

\$122.50 - Total Check

Please return the certified copy of these articles of incorporation to our office at the above address. Thank you.

Sincerely,

Marilyn L. Mantor

Marilyn L. Mantor
Certified Public Accountant

APR 1

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91 MAR 31 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Incorporation
of
Marilyn L. Mantor, C.P.A., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

The name of this corporation shall be:
Marilyn L. Mantor, C.P.A., P.A.

Article II

The general nature of the business to be transacted by this corporation shall be:

1. To engage in every phase and aspect of rendering to the public the same professional services a certified public accountant under the laws of the State of Florida is authorized to render, but such professional services shall be *rendered only through its officers and parties and agents who are duly licensed certified public accountants.*
2. To invest the funds of the corporation in real estate, mortgages, stocks, bonds and other types of investments and to own real estate and personal property necessary for the rendering of such professional services.
3. To do everything necessary and proper for the accomplishment of any of the purposes or the attainment of the objects enumerated in these Article of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the furtherance of the purposes or objects of the corporation.

The paragraphs of this Article II shall be construed as both objects and purposes of the corporation, and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

Article III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be one thousand (1,000) shares with a par value of one dollar (\$1.00) per share.

The common stock of the corporation may be issued as "Small Business Corporation" stock in accordance with the plans and provisions of Section 1244 of the Internal Revenue Code.

Article IV

The corporation shall have perpetual existence.

Article V

The initial registered office of this corporation shall be 6041 - 16th Avenue N.W., Naples, Florida 34119, and the name of the initial registered agent of this corporation at this address shall be Marilyn L. Mantor.

Article VI

The principal place of business of this corporation shall be located at:

6041 - 16th Avenue N.W.
Naples, FL 34119

Article VII

The corporation will have no directors and business shall be conducted by the shareholders of this corporation.

Article VIII

The names and post office addresses of the President, Vice President, Secretary and Treasurer are as follows:

Marilyn L. Mantor	6041 - 16th Avenue N.W.	Pres, V/P, Sec, Treas.
	Naples, FL 34119	

Article IX

Shares of this corporation's capital stock shall be issued only to individuals who are duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as those for which the corporation was incorporated.

Article X

The name and address of the subscriber of this certificate of incorporation is as follows:

Marilyn L. Mantor
6041 - 16th Avenue N.W.
Naples, FL 34119

I, the undersigned, being the original subscriber and incorporator of the foregoing corporation, do hereby certify that the foregoing constitutes the charter of the above corporation.

Witness my hand and seal this 27th day of March

Marilyn L. Mantor
Marilyn L. Mantor

State of Florida
County of Collier

Before me, the undersigned notary public, personally appeared—Marilyn L. Mantor—to me known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed and subscribed to the same for the purposes therein expressed. Who is personally known or who produced FL. DR. LICENSE #M536-556-58-515-0 as identification.

Dated: 3/27/97

Patricia M. Rambo
Notary Public

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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.

1. The name of the corporation is: Marilyn L. Mantor, C.P.A., P.A.
2. The name and address of the registered agent and office is:

6041 - 16th Avenue N.W.
Naples, FL 34119

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.

Marilyn L. Mantor

Marilyn L. Mantor

3-27-97

Date