

P97000036228

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

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-04/21/97--01090--007
****122.50 ****122.50

Dear Sir/Ma'am:

Enclosed you will find the Articles of Incorporation, an additional copy for you to certify and return and a check in the amount of \$122.50 to cover filing and certified copy fees. Should you have any additional questions or need additional information please let me know.

Sincerely,



407-299-8834

Enclosure: Articles of Incorporation for: CHAMPION PROFESSIONAL
ACCOUNTING SERVICES INC.

FILED
97 APR 21 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TAL 'APR 23 1997

ARTICLES OF INCORPORATION

OF

Champion Professional Accounting Services Inc.

FILED
97 APR 21 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR TO THESE ARTICLES OF INCORPORATION, A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY FORMS A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE NAME OF THE CORPORATION IS:

Champion Professional Accounting Services Inc.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS: General Accounting & Tax Functions, Consulting AND

TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THIS STATE.

TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, TO PURCHASE OR OTHERWISE ACQUIRE, AND TO HOLD, OWN, MAINTAIN, WORK, DEVELOP, SELL, LEASE, EXCHANGE, HIRE, CONVEY, MORTGAGE, OR OTHERWISE TO DISPOSE OF AND DEAL IN, LANDS AND LEASE HOLDS, AND ANY INTEREST, ESTATE AND RIGHTS IN REAL PROPERTY, AND ANY PERSONAL OR MIXED PROPERTY, AND ANY FRANCHISES, RIGHTS, LICENSES OR PRIVILEGES NECESSARY, CONVENIENT OF APPROPRIATE FOR ANY OF THE PURPOSES HEREIN EXPRESSED.

TO EXERCISE ALL THE POWERS NOW GRANTED TO THIS TYPE OF CORPORATION UNDER FLORIDA LAW, AND ALL POWERS SUBSEQUENTLY AUTHORIZED OR GRANTED BY LAW OF PRIVATE CORPORATIONS.

THE FOREGOING CLAUSES SHALL BE CONSTRUCTED BOTH AS OBJECTS AND POWERS, AND IT IS HEREBY EXPRESSLY PROVIDED THAT THE FOREGOING ENUMERATION OF SPECIFIC POWERS SHALL NOT BE HELD TO LIMIT OR RESTRICT IN ANY MANNER THE POWERS OF THIS CORPORATION.

ARTICLES III

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS SEVENTY FIVE HUNDRED. THE PAR VALUE OF THE STOCK WILL BE \$1.00 PER SHARE.

ARTICLES IV

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLES V

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

8225 Wellsmere Circle
Orlando, Fl 32835

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLES VI

THIS CORPORATION SHALL HAVE ONE DIRECTOR, INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE.

ARTICLES VII

THE NAME AND POST OFFICE ADDRESS OF THE MEMBER OF THE FIRST BOARD OF DIRECTORS IS:

Valerie E. J. Champion
8225 Wellsmere Circle
Orlando, Fl 32835

ARTICLES VIII

THE NAME AND POST OFFICE ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

Valerie E. J. Champion
8225 Wellsmere Circle
Orlando, Fl 32835

ARTICLES IX

THE NAME AND POST OFFICE ADDRESS OF THE OFFICER OF THIS CORPORATION IS AS FOLLOWS:

Valerie E. J. Champion
8225 Wellsmere Circle
Orlando, Fl 32835

ARTICLES X

THE CORPORATION SHALL INDEMNIFY ANY AND ALL PERSONS WHO MAY SERVE OR WHO HAVE SERVED AT ANY TIME AS DIRECTOR OR OFFICER, OR WHO AT THE REQUEST OF THE BOARD OF DIRECTORS OF THE CORPORATION MAY SERVE OR AT ANY TIME HAVE SERVED AS DIRECTOR OR OFFICER OF ANOTHER CORPORATION IN WHICH THE CORPORATION AT SUCH TIME OWNED OR MAY OWN OWN SHARES OF STOCK OR OF WHICH IT WAS OR MAY BE A CREDITOR, AND THEIR RESPECTIVE HEIRS, ADMINISTRATORS, SUCCESSORS, AND ASSIGNS, AGAINST ANY AND ALL EXPENSES, INCLUDING AMOUNTS PAID UPON JUDGEMENTS, COUNSEL FEES, AND AMOUNTS PAID IN SETTLEMENT (BEFORE OR AFTER SUIT IS COMMENCED), ACTUALLY AND NECESSARILY INCURRED BY SUCH PERSON IN CONNECTION WITH THE DEFENSE OF SETTLEMENT OF ANY CLAIM, ACTION, SUIT, OR PROCEEDING IN WHICH HE, OR ANY OF THEM, ARE MADE PARTIES, OR A PARTY, OF WHICH MAY BE ASSERTED AGAINST THEM OR ANY OF THEM, BY REASON OF BEING A DIRECTOR OR OFFICER OF THE CORPORATION, OR OF SUCH OTHER CORPORATION, EXCEPT IN RELATION TO MATTERS AS TO WHICH ANY SUCH DIRECTOR OR OFFICER OR FORMER DIRECTOR OR OFFICER OR PERSON SHALL BE ADJUDGED IN ANY ACTION, SUIT, OR PROCEEDING TO BE LIABLE FOR HIS OR HER OWN NEGLIGENCE OR MISCONDUCT IN THE PERFORMANCE OF HIS OR HER DUTY. SUCH IDEMNIFICATION SHALL BE IN ADDITION TO ANY OTHER RIGHTS TO WHICH THOSE INDEMNIFIED MAY BE ENTITLED UNDER ANY LAW, BY-LAW, AGREEMENT, VOTE OF THE STOCKHOLDER, OR OTHERWISE, AND THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XI

THE REGISTERED OFFICE SHALL BE AT 8225 Wellsmere Circle Orlando, Fl 32835 , AND THE REGISTERED AGENT AT THAT SAME ADDRESS IS Valerie E. J. Champion.

ARTICLE XII

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE HOLDER OR HOLDERS OF A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.



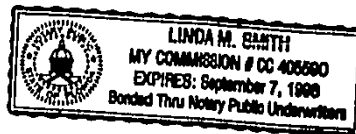
Valerie E. J. Champion, President

STATE OF FLORIDA
COUNTY OF ORANGE

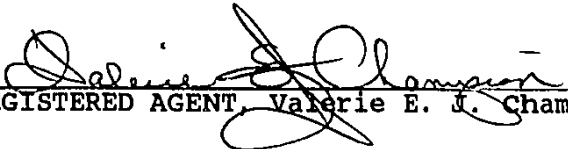
I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DUTY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED Valerie E.J. Champion. SHE IS WELL KNOWN TO ME OR HAS PRODUCED IDENTIFICATION IN THE FORM OF A FLORIDA DRIVERS LICENSE AND DID TAKE AN OATH. SHE IS WELL KNOWN TO ME TO BE THE PERSON DESCRIBED AS THE INCORPORATOR IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND SHE ACKNOWLEDGED BEFORE ME THAT SHE SUBSCRIBED TO THOSE ARTICLES OF INCORPORATION. SWORN TO AND SUBSCRIBED BEFORE ME, WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE, THIS 17th day of April, 1997.



NOTARY PUBLIC
My commission expires:



I, HAVING BEEN NAMED REGISTERED AGENT FOR CHAMPION
PROFESSIONAL ACCOUNTING SERVICES INC., AGREE TO ACCEPT
SERVICE OF PROCESS OF SAID CORPORATION, AT THE PLACE
DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACT IN
THE CORPORATION'S BEST INTEREST AND AGREE TO COMPLY WITH THE
PROVISIONS OF THE CORPORATION ACT OF FLORIDA.


REGISTERED AGENT, Valerie E. J. Champion

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