

NAC

P97000083456  
NATIONAL ACCOUNTING CORPORATION

"Building the Accounting & Financial Firm of the Future"

CORPORATE OFFICE  
55 Marietta Street  
Suite 2000  
Atlanta, GA 30303  
888-2-TAX-HELP  
404-965-3936  
404-880-9561 Fax

FL REGIONAL OFFICE  
1004 US Highway 19  
Suite 202  
Holiday, FL 34691  
813-944-3647  
813-937-1945 Fax

E-Mail: NAC@adline@aol.com

P  
LEASE R E T U R N T O :

1004 US 19  
Suite 202  
HOLIDAY, FL 34691

T  
Hank D  
ou

600002303526--8  
-09/25/97--01082--008  
\*\*\*\*140.00 \*\*\*\*\*70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 25 PM 10:43

The following are Division of / or Affiliated with NAC  
USA Accounting Office • America's TAX SERVICE • NATIONAL BUSINESS SERVICES  
Bell Financial Group, Inc. • US Small Business Services • Affordable Healthcare

9-26-97  
WJS

NationsBank, N.A. (South)  
Florida

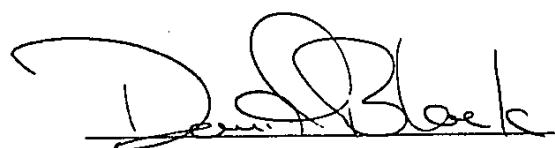
7211

63-27/631  
225

AMERICA'S BUSINESS MANAGEMENT CO.  
DBA U.S. SMALL BUSINESS SERVICES  
OPERATING ACCOUNT  
1004 U.S. 19, STE. 202  
HOLIDAY, FL 34691

DATE	AMOUNT
May 27, 1997	*****\$70.00*

PAY  
TO THE  
ORDER  
OF  
Seventy and 0/100 Dollars  
STATE OF FLORIDA



Memo:

1007211006310027703603774981

W97-13626  
Dmc  
6-10-97

308,503,671

**ARTICLES OF INCORPORATION  
OF  
America's Business Management Corporation**

**ARTICLE ONE**

The name of the Corporation is America's Business Management Corporation.

**ARTICLE TWO**

The number of shares the corporation is authorized to issue is 1,000,000 with a \$10.00 par value.

**ARTICLE THREE**

The street address of the initial registered office of the corporation is 5700 Memorial Highway, Suite 202, Tampa, FL 33615 and the registered agent is David Black.

**ARTICLE FOUR**

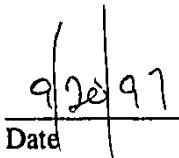
The name and address of the incorporator is; L. Paul Schmidt, 1004 US Highway 19, Suite 202, Holiday, FL 34691

**ARTICLE FIVE**

The mailing address of the initial principal office of the corporation is; 5700 Memorial Highway, Suite 202, Tampa, FL 33615.

IN WITNESS WHEREOF, the undersign has executed these Articles of Incorporation.

  
Signature of Incorporator

  
Date

97 SEP 25 PH 10:43  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

## CERTIFICATE OF DESIGNATION

### REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision 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:

America's Business Management Corporation

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

David Black  
5700 Memorial Highway, Suite 202  
Hillsborough County, Tampa, FL 33615

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.

  
\_\_\_\_\_  
David Black

9/22/97  
\_\_\_\_\_  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 25 PH ID: 44