

PA7000087721



ACCOUNT NO. : 072100000032

REFERENCE : 561186 124006A

AUTHORIZATION

COST LIMIT :

Patricia Piguet
\$122.50

ORDER DATE : October 10, 1997

ORDER TIME : 10:58 AM

ORDER NO. : 561186-005

CUSTOMER NO: 124006A

CUSTOMER: Ms. Toni Strange
PROFESSIONAL SERVICES

1945 Avocado Drive

Daytona Beach, FL 32124

100002017571--3

FILED
97 OCT 10 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: ASTUTE BUSINESS SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

eff. = E. fit
eff. = E. fit

97 OCT 10 PM 12:19
DIVISION OF CORPORATION

SN OCT 10 1997

ARTICLES OF INCORPORATION
OF
ASTUTE BUSINESS SERVICES, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be ASTUTE BUSINESS SERVICES, INC.

The address of the principal office of this corporation shall be 228 S. Beach Street, Daytona Beach, FL 32114, and the mailing address shall be the same.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including, but not limited to bookkeeping services, preparation of income taxes, and accounting services.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares of common stock having no par value per share.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 228 S. Beach St., Daytona Beach, FL 32114. The name of the registered agent of the corporation at such address is MURRAY BERNIS.

ARTICLE V

DURATION

The duration of the corporation is perpetual. The date and time of commencement of the corporate existence shall be the time these Articles of Incorporation are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, or, if not so filed within five (5) days, the date and time of such filing with the Department of State.

ARTICLE VI

PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII

SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S Corporation as defined therein.

ARTICLE VIII

DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of incorporation. This corporation shall have one director, initially. The name and street addresses of the initial member of the Board of Directors is:

Murray Berns
Director

228 S. Beach St.
Daytona Beach, FL 32114

The number of directors may be changed from time to time by the bylaws.

ARTICLE IX

OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Murray Berns
President

228 S. Beach St.
Daytona Beach, FL 32114

ARTICLE X

INCORPORATORS

The name and address of the incorporators and subscribers to 50 shares of the common voting stock of this corporation is as follows:

Murray Berns

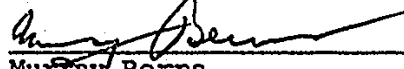
228 S. Beach St.
Daytona Beach, FL 32114

ARTICLE XI

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

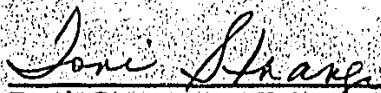
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 2nd day of October, 1997.


Murray Berns
Incorporator


Murray Berns
Registered Agent

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 2nd day of October 1997, by Murray Berns, 228 S. Beach St., Daytona Beach, FL 32114.


Toni Strange - Notary Public
State of Florida at Large
Commission expiration: 1/9/99




TONI STRANGE
COMMISSION # CC 432896
EXPIRES JAN 9, 1999
BONDED THRU
TIC BONDING CO., INC

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, ASTUTE BUSINESS SERVICES, INC., hereby designates Murray Berns of 228 S. Beach St., Daytona Beach, Florida 32114 as its registered agent and the street address of its registered office, respectively for, service of process within the State of Florida.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The undersigned Murray Berns, hereby accepts designation as registered agent for ASTUTE BUSINESS SERVICES, INC., for service of process within the State of Florida.


Murray Berns

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