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\*\*\*\*122.50 \*\*\*\*122.50 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Certified Copy Pick Up Time Walk In Certificate of Status Mail Out Certificate of Good Standing Will Wait ARTICLES ONL Photocopy ALL CHARTER DOC NEW FILINGS AMENDMENTS... Profit Amendment Resignation of R.A. Officer/Director NonProfit Certificate of FICTITIOUS NAME Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication FICTITIOUS NAME SEARCH Other Merger CORP SEARCH PORATION REGISTRATION/QUALIFICATION OTHER FILINGS Annual Report Limited Partnership Fictitious Name Reinstatement Name Reservation Trademark P. Hall Other Ordered By:

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### ARTICLES OF INCORPORATION OF ...

### SPRUCE CREEK TAX SERVICES, INC.

98 JUN -1 PH 12: 59
SECRETARY OF STATE

The undersigned, for the purposes of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

# ARTICLE I NAME

The name of this corporation is SPRUCE CREEK TAX SERVICES, INC.

### ARTICLE II DURATION

This corporation shall have perpetual existence commencing on June 1, 1998 upon filing the Articles of Incorporation by the Department of State.

### ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to preparation of federal and state tax returns and financial planning.

### ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock, which shall be designated "Common Shares."

#### ARTICLE V VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

## ARTICLE VI INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 201 Cessna Blvd. #4, Daytona Beach, Florida 32124, and the name of the initial registered agent of this corporation at that address is: ANNE TERRY BRENNAN DAVIS.

### ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but never less than one (1). The names and addresses of the initial director of this corporation is:

ANNE TERRY BRENNAN DAVIS 1712 Skyhawk Court
Daytona Beach, Florida 32124

# ARTICLE VIII FIRST OFFICER

The names of the first officer of the corporation, who shall hold office for the first year of existence of

the corporation or until her successors are elected and qualified is as follows:

ANNE TERRY BRENNAN DAVIS 1712 Skyhawk Court
President, Secretary Daytona Beach, Florida 32124
Treasurer

### ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

ANNE TERRY BRENNAN DAVIS 1712 Skyhawk Court
Daytona Beach, Florida 32124

#### ARTICLE X BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Stockholders.

### ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved the Board of Directors, proposed by them to the Stockholders and approved at a meeting of the Stockholders by two-thirds of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation on this  $29^{48}$  day of May, 1998.

ANNE TERRY BRENNAN DAVIS,
Incorporator

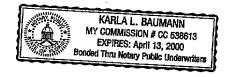
STATE OF FLORIDA COUNTY OF VOLUSIA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared ANNE TERRY BRENNAN DAVIS, identified by a Florida Drivers License and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this day of May, 1998.

Notary Public

My Commission Number My Commission Expires



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CERTIFICATE DESIGNATING PLACE OF BUSINESS DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

98 JUN -1 PH 12: 5'

SECRETARY OF STATE TALLAHASSEE, FLORID

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST- That SPRUCE CREEK TAX SERVICES, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 201 Cessna Blvd. #4, Daytona Beach, Florida 32124 has named ANNE TERRY BRENNAN DAVIS, at 201 Cessna Blvd. #4, Daytona Beach, Florida 32124 as its agent to accept service of process within the State of Florida.

SIGNATURE:

ANNE TEPPV ROENNAM DAVIC

TITLE: President/Incorporator

DATE: May 29, 1998

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE:

ANNE TEDDY PRIMAN DATTE

TITLE: Registered Agent

DATE: May 29th, 1998