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D. Jackson  
12766 Muirfield Blvd. S.  
JAX, FL. 32225

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City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_ (Corporation Name) (Document #)
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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98 JUL -9 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH JUL 10 1998

Examiner's Initials	
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ARTICLES OF INCORPORATION  
OF  
DARRYL R. JACKSON, CPA, P.A.

FILED  
98 JUL -9 AM 10: 27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, a Certified Public Accountant duly licensed to render professional services in the state of Florida, for the purpose of forming a professional corporation under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE 1

NAME AND ADDRESS

Section 1.1 **Name.** The name of the corporation is Darryl R. Jackson, CPA, P.A.

Section 1.2 **Address of Principal Office.** The address of the principal office of the corporation is 101 East Union Street, Suite 400, Jacksonville, Florida 32202.

ARTICLE 2

DURATION

Section 2.1 **Duration.** This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if these Articles are not filed by the Department of State of the State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE 3

PURPOSE AND NATURE OF BUSINESS

The purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in every phase and aspect of the business of rendering to the public through the corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice as a Certified Public Accountant, the same professional services that a Certified Public Accountant duly licensed under the laws of the State of Florida is authorized to render; provided, however, nothing in these Articles of Incorporation shall be interpreted to prohibit this corporation from investing its funds in real estate, mortgages, stocks, bonds or any other type of investments, or from owning real and personal property necessary for the rendering of such professional services.

## ARTICLE 4

### CAPITAL STOCK

Section 4.1 **Authorized Capital.** The authorized capital stock of this corporation shall consist of 10,000 shares of common stock having a par value of \$.01 per share.

Section 4.2 **Limitation on Issuance.** None of the shares of capital stock of this corporation may be issued to anyone other than an individual duly licensed or otherwise legally authorized to practice as a Certified Public Accountant in the State of Florida.

## ARTICLE 5

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 101 East Union Street, Suite 400, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Darryl R. Jackson, CPA.

## ARTICLE 6

### DIRECTORS

Section 6.1 **Number.** This corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 **Initial Director.** The name and street address of the members of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Address</u>
Darryl R. Jackson, CPA	12766 Muirfield Boulevard South Jacksonville, Florida 32225

Section 6.3 **Indemnification.** The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE 7**

**RESTRAINT ON ALIENATION OF SHARES**

No shareholder of this corporation may sell, hypothecate or otherwise transfer his shares except to another individual who is eligible to be a shareholder of this corporation.

**ARTICLE 8**

**BYLAWS**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE 9**

**INCORPORATOR**

The name and street address of the incorporator of this corporation are:

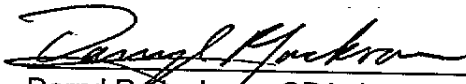
<u>Name</u>	<u>Address</u>
Darryl R. Jackson, CPA	12766 Muirfield Boulevard South Jacksonville, Florida 32225

**ARTICLE 10**

**AMENDMENT**

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

IN WITNESS WHEREOF, the incorporator has executed these Articles the 8<sup>th</sup> day of July, 1998.

  
\_\_\_\_\_  
Darryl R. Jackson, CPA, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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.

  
\_\_\_\_\_  
Darryl R. Jackson, CPA, Registered Agent

Dated: July 8, 1998

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA