

CHERYL CREASON, EA
ENROLLED AGENT

MEMBER:
NAEA
NSPA
FSATP

Abacus Business & Tax Services, Inc.

EIN: 59-3144957

105 SEVENTH AVE. N.E. • RUSKIN, FL 33570 • (813) 645-4000

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July 9, 1998

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

RE: Paul S. Carr, PA

Gentlemen:

I enclose an original of the Articles of Incorporation for the above named corporation and a check in the amount of \$152.50 as filing fees for such.

Please return your notice of filing to:

Cheryl Creason, EA
Abacus Business & Tax
105 Seventh Ave. N.E.
Ruskin, Florida 33570

Sincerely,

Cheryl Creason, EA

Cheryl A. Creason, EA

Enclosures (2)

Check for \$152.50 filing fee

Articles of Incorporation

Cheryl A. Creason GAVE
AUTHORIZATION BY PHONE TO
CORRECT *RBH*
DATE *7/15/98*
DOC. EXAM *Don Brown*

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUL 13 AM 9:12

ARTICLES OF INCORPORATION

OF

PAUL S. CARR, PA

A Florida Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 13 AM 9:12

ARTICLE I NAME

The name of the Corporation is: PAUL S. CARR, PA, which is not a member of any affiliated group.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 602 U.S. Highway 41 North, Ruskin, FL 33570.

The principal mailing address of this corporation shall be: P.O. Box 965, Ruskin, FL 33570.

ARTICLE III PURPOSE

The general purposes for which the Corporation is organized are:

1. To engage in the business of law, and the practice of law; and
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary in order to accomplish the foregoing.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1000). Such shares shall be of one class, and shall have a par value of One Dollar (\$1.00) per share. All issued stock shall be held of record by not more than five (5) shareholders. Stock will be issued and transferred only to natural persons for money and other property.

ARTICLE V INITIAL REGISTERED AGENT

The name and address of the initial registered agent is: Paul S. Carr, Esq.,
602 U.S. Highway 41 North, Ruskin, FL 33570.

ARTICLE VI DIRECTORS AND OFFICERS

The initial Board of Directors and Officers of the Corporation shall consist of one (1) individual, and the corporation shall, at all times, have no less than one (1) Director and Officer and no more than five (5) Directors at any one time.

The names and addresses of the first Board of Directors are as follows:

Name/Address:

PAUL S. CARR, ESQ.
P.O. BOX 965
Ruskin, FL 33570

The names and address of the Officers are as follows:

Name/Address:

PAUL S. CARR, ESQ., President
P.O. BOX 965
Ruskin, FL 33570

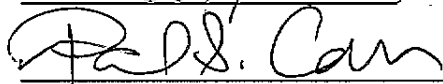
ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Paul S. Carr, P.O. Box 965, Ruskin, FL 33570.

ARTICLE VIII S CORP ELECTION AND SMALL BUSINESS CORPORATION

This corporation, until otherwise determined, shall operate as an S Corporation as authorized under section 1362 of the Internal Revenue code. Form 2553 will be duly completed and remitted to the Internal Revenue Service to activate this tax status.

The undersigned has executed these Articles of Incorporation this 9th day of July, 1998.



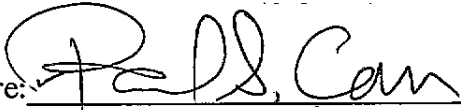
Paul S. Carr, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 13 AM 9:12

Pursuant to the provisions 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: Paul S. Carr, PA
2. The name and address of the registered agent and office is: Paul S. Carr, 602 U.S. Highway 41 North, Ruskin, FL 33570.

Signature: 

Title: President

Date: July 9, 1998

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

Signature: 

Date: July 9, 1998