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TRANSMITTAL LETTER

December 16, 1998

DEPARTMENT OF STATE
DIVISIONS OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

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*****70.00 *****70.00

SUBJECT: EXPERT ACCOUNTING AND INCOME TAX SERVICE, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for the amount of \$ 70.00

From: John Incardona
EXPERT INCOME TAX & PARALEGAL SERVICES
890 North Federal Hwy
Pompano Beach, FL 33062
Daytime Telephone Number 954 - 781 - 0077

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
EXPERT ACCOUNTING AND INCOME TAX SERVICE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I:
NAME

The name of the corporation is: **EXPERT ACCOUNTING AND INCOME TAX SERVICE, INC.**

ARTICLE II:
PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is: 890 N. Federal Highway, Pompano Beach, Fl. 33062.

ARTICLE III:
CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of one dollar (1.00) per share.

ARTICLE IV:
INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is JOHN INCARDONA, 890 NORTH FEDERAL HIGHWAY, POMPAÑO BEACH, FL. 33062-4316.

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**ARTICLE V:
PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE VI:
INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Expert Income Taxes & Paralegal Services, 890 N Federal Hwy, Pompano Beach, FL. 33062.

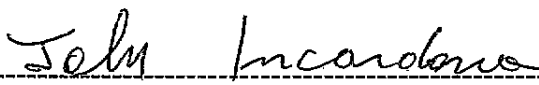
**ARTICLE VII:
OFFICER**

The name and address of the President of the corporation is John Incardona, 890 North Federal Highway, Pompano Beach, FL.33062-4316.

**ARTICLE VIII:
DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Secretary of State.

The undersigned has executed these Articles of Incorporation this 16th. day of December, 1998.



EXERT INCOME TAX & PARALEGAL SERVICES
John Incardona - President
Incorporator

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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:
EXPERT ACCOUNTING AND INCOME TAX SERVICE, INC.

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

**JOHN INCARDONA
890 N. FEDERAL HIGHWAY
POMPANO BEACH, FL 33062-4316**

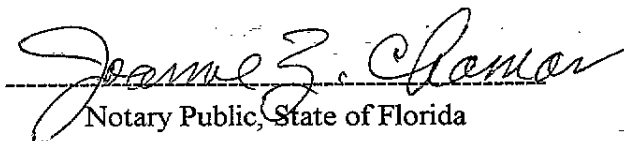
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

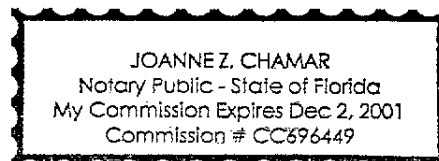


JOHN INCARDONA
Date 12/29/98
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgements, personally appeared John Incardona, who is personally known to me and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 16TH day of December, 1998.


Notary Public, State of Florida



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