

099000077552

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rita M. Aughey, C.P.A.,
P.A.

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- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: RA 8/31 8:58
Name Date Time

Walk-In _____ Will Pick Up RA 8/31/99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RITA M. AUGHEY, C.P.A., P.A.

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice accounting in the State of Florida, hereby associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is RITA M. AUGHEY, C.P.A., P.A.

ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

- a. To engage in the practice of accounting as a professional accounting corporation and to carry on services incident thereto. The practice of accounting is the sole and exclusive professional service to be rendered by this corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

c. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted as a certified public accountant and is duly authorized to practice accounting, in the State of Florida.

ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 1,000 shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V. CAPITALIZATION

The amount of capital with which the corporation will begin to provide accounting services is not less than Five Hundred Dollars (\$500.00).

ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 2801 Fruitville Road, Suite 120, City of Sarasota, County of Sarasota, State of Florida 34237. The name of the initial registered agent of the corporation, located at such address is RITA M. AUGHEY, C.P.A.

ARTICLE VII. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII. SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is:

<u>Name</u>	<u>Address</u>
RITA M. AUGHEY, C.P.A.	2801 Fruitville Rd. Sarasota, Florida 34237

ARTICLE IX. DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one and the name and address of the initial directors are:

<u>Name</u>	<u>Address</u>
RITA M. AUGHEY, C.P.A.	2801 Fruitville Rd. Sarasota, Florida 34237

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be on an annual basis and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of

directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X. BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

ARTICLE XI. DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

REGISTERED AGENT AND ACCEPTANCE

The name of the registered agent and the street address of the registered office of the corporation, and the name and address of each incorporator of this corporation is as follows:

Registered Agent:

RITA M. AUGHEY, C.P.A.

Registered Office:

2801 Fruitville Rd.
Sarasota, Florida 34237

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I am familiar with and accept the duties and responsibilities as registered agent for this corporation.

Rita M. Aughey CPA
RITA M. AUGHEY, C.P.A.

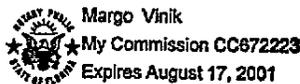
IN WITNESS WHEREOF, I, the undersigned subscriber of this corporation, has executed these articles of incorporation at Sarasota, Florida, on the 26 day of August, 1999.

Rita M. Aughey CPA
RITA M. AUGHEY, C.P.A.
Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared RITA M. AUGHEY, C.P.A., known to me personally or who produced _____ identification to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and acknowledged to me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 26 day of August, 1999.



Margo Vinik
Notary Public, State of Florida