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TALLAHASSEE, FLORIDA

To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

AT GROUP SOFTWARE, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
AT GROUP SOFTWARE, INC.**

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TALLAHASSEE, FLORIDA

The undersigned subscriber to theses Articles of Incorporation is a natural person competent to contract, hereby forms a Corporation under the laws of the State of Florida

ARTICLE I

The name of the corporation is **AT GROUP SOFTWARE, INC.**

ARTICLE II

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

ARTICLE III

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 10,000 shares at par value of \$1.00 per share. Holders of the common stock are entitled to vote on all questions required by law as the basis of one vote per share and there shall be no cumulative voting. Holders of the common stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall not be any less than \$1,000.00

ARTICLE V

The corporation shall have perpetual existence.

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ARTICLE VI

The initial street address of the principal office of the corporation, in the State of Florida is 4925 Jetton Drive, Orlando, Florida 32837. The board of directors may, from time to time, move the principal office to any other address.

ARTICLE VII

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the By Laws adopted by the stockholders, but there shall always be at least two director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such officer is liable to the extent permitted by law.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other firm or corporation, provided that the fact he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken and any director of the corporation who is also a director or officer of such other corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

ARTICLE VIII

The name and post office address of the members of the first Board of Directors and the officers who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

DIRECTOR

DAVID KINZBRUNER
EDITHMARY CALDERON

whose addresses shall be the same as the principal office of the Corporation.

OFFICERS

President:	DAVID KINZBRUNER
Vice President:	EDITHMARY CALDERON
Treasurer:	EDITHMARY CALDERON
Secretary:	DESIREE TORRES

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE IX

This corporation shall designate DESIREE TORRES, with offices located at 4925 Jetton Dr., Orlando, Florida 32837 as its duly authorized registered agent to be in charge of the corporation registered office as required by law.

ARTICLE X

The name and address of the incorporator subscribing to these Articles is:

DESIREE TORRES
4925 Jetton Drive,
Orlando, Fl. 32837.

ARTICLE XI

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stock holders sign a written

statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set his hand and seal at Orlando, Orange County, Florida this 23 day of July, 2001.

Desiree Torres
DESIREE TORRES
4925 Jetton Dr.,
Orlando, FL 32837

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, personally appeared before me, a notary public duly authorized to take acknowledgments, DESIREE TORRES, to me known to be the person who executed the above and foregoing Articles of Incorporation, for the purpose therein described.

WITNESS my hand and official seal at Orlando, Orange County, Florida the 23 day of July, 2001.

Notary Public, State of Florida.

Jessie Castillo



Jessie Castillo
My Commission CC890258
Expires January 05 2004

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF
FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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

That AT GROUP SOFTWARE, INC. desiring to qualify under the laws of the State of Florida, with its principal office 4925 Jetton Dr., Orlando, Florida 32837 hereby designates DESIREE TORRES, 4925 JETTON DR, ORLANDO, FLORIDA 32837, as its agent to accept service of process within Florida.

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

Dated this 23 day of July, 2001.


DESIREE TORRES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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