

P96000074140

Law Offices

RICHMAN, DEIFIK, LANIER AND ROSS

A PROFESSIONAL ASSOCIATION

Kenneth W. Richman, Jr. ¹
Celia Ellen Deifik ¹
Suzanne D. Lanier
Donald K. Ross, Jr. ¹

Polcelana Professional Park
2640 Golden Gate Parkway
Suite 206
Naples, Florida 33942-3203
(941) 434-7700
Telefax (941) 434-7303

¹ Board Certified Real Estate
¹ Master of Law in Taxation

EFFECTIVE DATE

8-22-96

July 22, 1996

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

300001905793
-07/26/96--01065--015
****122.50 ****122.50

TRANSMITTAL LETTER

RE: INL INC.

Enclosed is an original and one (1) copy of the articles of incorporation of the above-captioned corporation and a check for:



\$70.00

Filing Fee



\$78.50

Filing Fee
& Certificate



\$122.50

Filing Fee
& Certified Copy



\$131.25

Filing Fee,
Certified Copy
& Certificate

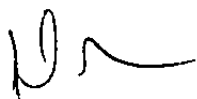
SEP-5 PM 2:37

FROM: Donald K. Ross, Jr., Esquire

Richman, Deifik, Lanier and Ross, P.A.
2640 Golden Gate Parkway, Suite 206
Naples, FL 33942-3203

Sincerely,

Richman, Deifik, Lanier and Ross, P.A.



Donald K. Ross, Jr., Esquire

Enclosures: as noted

W96-15884

AL SEP 06 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 30, 1996

DONALD K. ROSS, JR., ESQ.
2640 GOLDEN GATE PARKWAY, SUITE 206
NAPLES, FL 33942-3203

SUBJECT: IXL, INC.
Ref. Number: W96000015884

We have received your document for IXL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 996A00036483

Law Offices of
RICHMAN, DEIFIK, LANIER AND ROSS
A PROFESSIONAL ASSOCIATION

Kenneth W. Richman, Jr.*
Celia Ellen Deifik*
Suzanne D. Lanier
Donald K. Ross, Jr.**

Poinciana Professional Park
2640 Golden Gate Parkway
Suite 206
Naples, Florida 34105-3203
(941) 434-7700
Telefax (941) 434-7303

*Board Certified Real Estate
**Masters in Law of Taxation

August 27, 1996

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

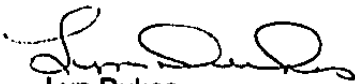
RE: AXL, Inc.

Dear Sir or Madame:

Enclosed please find the Articles of Incorporation for AXL, Inc. Also enclosed please find a letter from your office dated July 30, 1996, in which the original corporation name chosen was taken and you requested that we chose another corporation name and return this letter to your office when applying for the new corporation name. Please file accordingly.

If you have any questions or comments regarding the enclosed, please do not hesitate to contact our office.

Sincerely,
RICHMAN, DEIFIK, LANIER & ROSS, P.A.



Lyn Dukes
Assistant to Donald K. Ross, Jr., Esq.
/ld

Enclosures: as noted
dkrjr/theta/corp.ltr/8-27-96:L

ARTICLES OF INCORPORATION

FILED
26 SEP -96 PM 2:37
CLERK
OF
COURT
STATE
OF
FLORIDA

EFFECTIVE DATE
8-28-96

OF
AXL, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida

ARTICLE I.

CORPORATE NAME

The name of this corporation is AXL, Inc..

ARTICLE II.

ADDRESS OF CORPORATION

The address of the principal office of the Corporation, or the mailing address of the Corporation, if the principal office is not yet known, is 577 Beachwalk Circle, #201, Naples, Florida 34108.

ARTICLE III.

DURATION

The corporation shall have perpetual existence, commencing on the date of the execution and acknowledgment of these Articles or upon filing.

ARTICLE IV.

PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V.

NUMBER AND CLASS OF STOCK

The corporation is authorized to issue one class of stock which shall consist of 2000 shares of \$1.00 par value common stock, and which shall be designated "common shares".

ARTICLE VI.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2640 Golden Gate Parkway, Suite 206, Naples, FL 33942, and the name of the initial registered agent of the corporation at that address is Donald K. Ross, Esq. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VIII.

INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of the corporation is

Name	Address
Andrew Theiss	577 Beachwalk Circle, #201, Naples, Florida 34108

ARTICLE IX.

INCORPORATOR

The name and address of the person signing these Articles is:

Name	Address
Donald K. Ross, Jr., Esq.	2640 Golden Gate Parkway, #206, Naples, Florida 34105

ARTICLE X.


BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE XI.
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article VI, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this _____ day of _____, 1996.

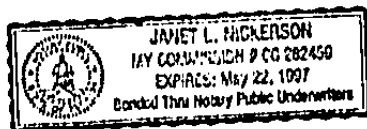


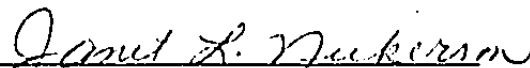
Donald K. Ross, Jr., Esq.

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 27th day of August, 1996, by Andrew Theiss, who is personally known to me or who has produced _____ as identification.





Notary Public
Typed Name:
My Commission Number is:
My Commission Expires:

FILED
96 SEP - 6 PM 2:37
CLERK
SUA

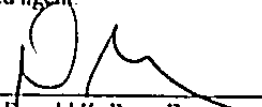
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 corporations is AXL, INC
- 2 The Name and address of the registered agent and office is
- Donald K. Ross, Esq.
- 2640 Golden Gate Parkway, Suite 206
- Naples, Florida, 33942-3203

ACCEPTANCE

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.



Donald K. Ross, Esq.

8/27/56

(Date)