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97 JUN 24 AM 9:03

STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: AUTOMATED SYSTEMS OF FLORIDA, INC.
(Proposed corporate name - must include suffix)

500002216105--8
-06/18/97--01088--003
*****78.75 *****78.75

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: John J Letellier
Name (Printed or typed)

2285 EAST Hwy 100 STB 101
Address

BUNNELL FL 32110
City, State & Zip

904 437-4450
Daytime Telephone number

WJL 4/23/97
PH
6/24/97

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1997

JOHN J. LETELLIER
19 WOODSHIRE LANE
PALM COAST, FL 32164

The name AUTOMATED SYSTEMS OF FLORIDA, INC. has been reserved for 120 days beginning June 12, 1997. The reservation number is R97000002858 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Marie Bartlett

Letter number: 097A00031613

2285 EAST HWY 100 SUITE 101
BUNNELL FL 32110
904 437-4450
FAX: 904-437-9737

June 18, 1997

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E GAINES ST
TALLAHASSEE FL 32399

RE: CORRECTION TO ARTICLES OF INCORPORATION

Gentlemen:

In reviewing the Articles of Incorporation I sent you yesterday, I noticed a typographical error to the name. This escaped our initial review. Some of the documentation shows, "Automated Systems of Florida, Inc. (the actual reserved name for the corporation)," while the Articles of Incorporation shows the incorrect name as "Automated Services of Florida."

Enclosed are the revised copies of the Articles of Incorporation.

Thank you,


JOHN J. LE TELLIER
OWNER

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
AUTOMATED SYSTEMS OF FLORIDA, INC.

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is AUTOMATED SYSTEMS OF FLORIDA, INC..

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

2285 East Highway 100 - Suite 101
Bunnell, FL 32110

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

John J Le Tellier
Automated Systems of Florida

Initial: 

2285 East Hwy 100 Suite 101
Flagler County
Bunnell, FL 32110

**ARTICLE V
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE VI
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

John J Le Tellier
19 Woodshire Ln
Palm Coast, FL 32164

Vicky Capp - Le Tellier
19 Woodshire Ln
Palm Coast, FL 32164

Michael Ravain
PO Box 809
Flagler Beach, FL 32136

Joyce B Ravain
PO Box 809
Flagler Beach, FL 32136

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

Initials 

**ARTICLE VII
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

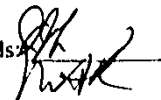
Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE VIII
OTHER PROVISIONS**

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the

Handwritten initials, possibly "JK" and "W", written in black ink.

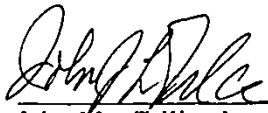
corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



John J. Le Tellier, Incorporator
19 Woodshire Ln
Palm Coast, FL 32164



Michael Ravain, Incorporator
PO Box 809
Flagler Beach, FL 32136

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

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: AUTOMATED SYSTEMS OF FLORIDA, INC.

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

John J. Letellier
JOHN J. LETELLIER
(NAME)

2285 EAST HWY 100 ST 101
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

BUNNELL FL 32110
(CITY/STATE/ZIP)

TALLAHASSEE, FLORIDA

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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.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State