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LANSING, MICHIGAN

November 20, 1997

Florida Division of Corporations
The George Firestone Building
409 East Gaines Street
Tallahassee, FL 32399

500002355865--8

-11/24/97--01138--001

****245.00 ****122.50

**Re: ATC LEASING COMPANY and
ATC CREW COMPANY**

Dear Sir/Madam:

Enclosed for filing with the Florida Secretary of State are the following documents:

- 1) Application By Foreign Corporation For Authorization To Transact Business In Florida for each entity;
- 2) Good standing certificate for each entity issued by Michigan; and
- 3) Check in the amount of \$245.00.

Filing fees	140.00
Certified copies	<u>105.00</u>
	\$245.00

Upon filing, please return to me a filed copy and a certified copy for each company in the enclosed Federal Express return envelopes.

Please call me if you have any questions regarding this matter.

Very truly yours,

Kathleen A. Bambach

Kathleen A. Bambach
Legal Assistant

Enclosures
DET03/177568.1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 AM 9:00

mtu
11/25

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. ATC Leasing Company

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Michigan

(State or country under the law of which it is incorporated)

3. Applied For

(FEI number, if applicable)

4. November 7, 1997

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.)

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DIVISION OF CORPORATIONS
97 NOV 24 AM 9:00

7. 745 12th Avenue South, Suite E

Naples, FL 34102

(Current mailing address)

8. To engage in any activity within the purposes for which corporations may be

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida formed under the Business Corporation Act of Michigan

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: James H. Kabcenell

Office Address: 745 12th Avenue South, Suite E

Naples

, Florida, 34102

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David M. Clark

Address: 745 12th Avenue South, Suite E

Naples, FL 34102

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: David M. Clark

Address: 745 12th Avenue South, Suite E

Naples, FL 34102

Vice President: James H. Kabcenell

Address: 745 12th Avenue South, Suite E

Naples, FL 34102

Secretary: James H. Kabcenell

Address: 745 12th Avenue South, Suite E

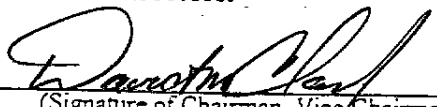
Naples, FL 34102

Treasurer: James H. Kabcenell

Address: 745 12th Avenue South, Suite E

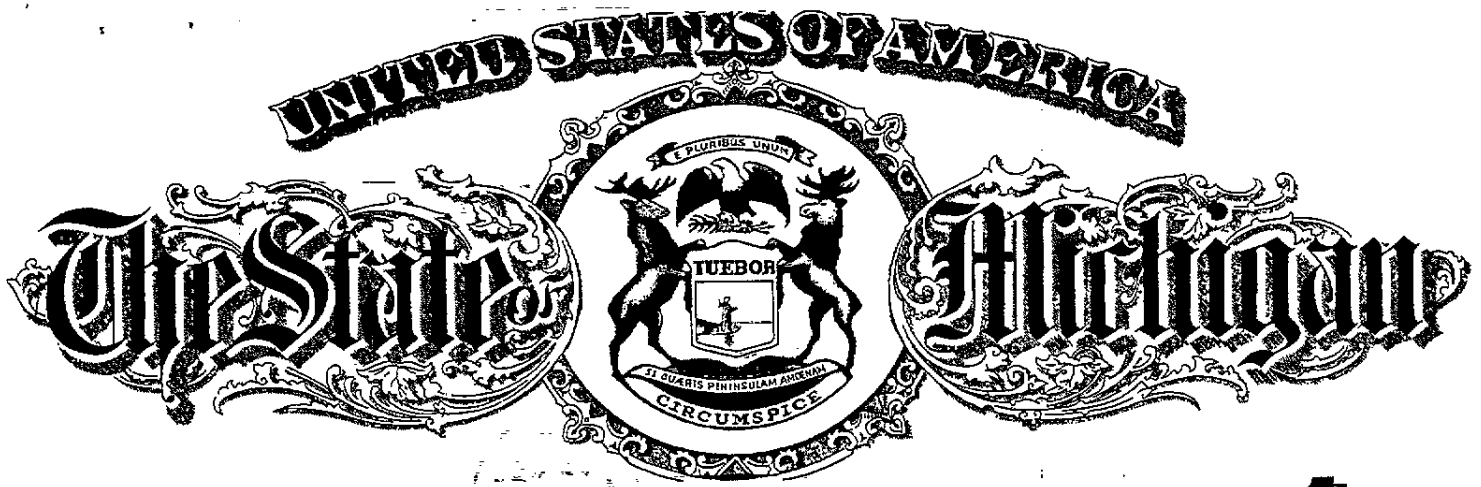
Naples, FL 34102

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David M. Clark, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 AM 9:00



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

ATC LEASING COMPANY

a Michigan profit corporation, was incorporated on November 7, 1997 and said corporation is in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 7th day of November, 1997.

Julie Croll, Director
Corporation, Securities and Land Development Bureau

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 AM 9:00