

December 29, 1999

Department of State Division of Corporations Initial Filing - For Profit P.O. Box 6327 Tallahassee, FL 32314

500003086695---3 -01/04/00--01009--004 *****78.75 *****78.75

Gentlemen:

I am enclosing proposed Articles of Incorporation for filing. Please find our check to cover the following items:

Filing Fee		 ٠	. •					\$35.00
Registered Agent Filing	Fee	 ٠					•	\$35.00
Certificate of Status								. <u>\$8.75</u>
Total								\$78.75

Please contact me if anything further is required to complete this filing. Also, please send all correspondence to my attention at the above address.

Sincerely,

Stephen L. Skipper

SLS/jcs

SECRETARY OF STATE
SECRETARY OF STATE

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 10, 2000

STEPHEN L. SKIPPER, ESQ. 7491 CONROY RD, SUITE F ORLANDO, FL 32835

SUBJECT: ATS SERVICES, INC. Ref. Number: W00000000689

We have received your document for ATS SERVICES, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Letter Number: 200A00001187

Pamela Hall Document Specialist

FILED 00 JAN 14 AM 8: 43 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ATS Service & Installation, Inc.

The undersigned Incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a Corporation for profit under the laws of the state of Florida.

ARTICLE I - Name

The name of the corporation is ATS Service & Installation, Inc.

ARTICLE II - Principal Office

The mailing address of the corporation is P.O. Box 937, Minneola, Florida 34755.

ARTICLE III -- Capital Stock

The maximum number of shares of stock that the corporation is authorized to issue is 9,000 shares of common stock having par value of One Cent (\$0.01) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV - Preemptive Rights

Every Shareholder, upon the sale of any additional stock of this Corporation of the same kind, class or series as that which he already 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 V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 21930 King Alfred Street, Leesburg, FL 34748, and the name of the initial registered agent of this corporation is Robert J. Spencer.

ARTICLE VI - Incorporator

The name and street address of the Incorporator of the corporation is:

Name

Address

Robert J. Spencer

21930 King Alfred Street Leesburg, FL 34748

ARTICLE VII - Directors

The corporation shall initially have three (3) director. The method of electing (eg., cumulative, non-cumulative), removing and replacing directors shall be prescribed by the By-Laws of the corporation. The number of directors may be increased or decreased from time to time by the By-Laws of the corporation. The names and street addresses of the initial directors who shall hold office until the first annual meeting of the Stockholders of the corporation or until their successors are elected or appointed and qualified are:

Name	<u>Address</u>
Paul Theiss	635 Park Valley Circle Clermont, FL 34711
Robert J. Spencer	21930 King Alfred Street Leesburg, FL 34748
Joseph Abell	203 2 nd Street Orlando, FL 32824

ARTICLE VIII - General Purpose

The purpose for which the corporation has been formed is: To engage in and transact any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE IX - Term of Existence

The corporation shall commence its corporate existence on the date these Articles of Incorporation are filed with the Department of State, and shall have perpetual existence thereafter unless dissolved according to law.

ARTICLE X - Amendment to Articles

These Articles of incorporation may be amended in such manner as provided in the By-Laws of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this the 12th day of January, 2000.

Robert J. Spencer

STATE OF FLORIDA COUNTY OF ORANGE

Before me, personally appeared Robert J. Spencer as Incorporator for ATS Service & Installation, Inc., this the 12th day of January, 2000, who executed the foregoing Articles of Incorporation before me, who acknowledged before me that (s)he executed the same freely and voluntarily for the purposes therein stated, and [X] who is personally known to me, or [____] who produced a ____ as identification.

Notary Public

My Commission Expires:

Stephen L. Skipper
MY COMMISSION # CC723360 EXPIRES
March 27, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FILED

OO JAN 14 AM 8: 43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Robert J. Spencer, certify that I am an individual resident in this state and that my business office is identical with the registered office of the corporation which is 21930 King Alfred Street, Leesburg, FL 34748.

I hereby accept the appointment to serve as the initial registered agent of ATS Service & Installation, Inc. As registered agent, I agree to accept service of process on behalf of ATS Service & Installation, Inc.; to keep the registered office open during the prescribed hours; and to post my name in some conspicuous place in the Registered Office as required by law.

I also accept the obligations provided for in Sections 607.0505, Florida Statutes (concerning the production of corporate documents pursuant to subpoena).

Dated this the 12th day of January, 2000.

Robert J. Spencer