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SECRETART OF SATIONS IVISION OF CORPORATIONS

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CORPORATION NAME(S) & DOCUMENT NUMBER(S)	(if known):
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1.,	A.T.S. INC	
2.	(Corporation Name)	(Document /) 1000034728211 -11/21/0001069015
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Examiner's Initials



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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# FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

November 21, 2000

**LAZARUS** 

MAMI, FL

SUBJECT: A.T.S., INC.

Ref. Number: W00000027666

We have received your document for A.T.S., INC.. However, the document has not been filed and is being returned for the following:

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.

Please return the original and one copy of 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 (850) 487-6934.

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etter Number: 200A00059734500 OF CCRPORATION

#### ARTICLES OF INCORPORATION

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OF

A.T.S. TRADE INC.

We, the undersigned, do hereby associate ourselves together and subscribe these Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida, Chapter 607 and subject to the following provisions:

#### ARTICLE ONE:

The name of the Corporation shall be:

A.T.Ş. TRADE INC.

#### ARTICLE TWO:

This Corporation shall have perpetual existence and may engage In any activity or business permitted under the laws of the United States And of the State of Florida.

The general nature of the business to be transacted by this Corporation shall be:

- a)- Any and all legal business within the State.
- b)- To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description.
- c)- To conduct business in, have one or more offices in, and buy, hold mortgages, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks, and licenses in the State of Florida, and in all others States, districts, territories, Countries or Colonies.
- d)- To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgage, transfer of Corporate property or other instruments to secure the payment of Corporate indebtedness as required.
- e)- To purchases the Corporate assets of any Corporation and engage in the same or other character of business.

f)- To acquire by purchase, subscription or otherwise and to receive, hold, own guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of a deal in and with any of the shares of the Capital Stock or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, chose in action and evidence of indebtedness or interest issued or created by any Corporation, join stock companies, syndicates, associations firms, trust, or public or private, or by the government of the United State of America, or by any foreign government, or by any State, territory, province, municipality or other political subdivision or by any government agency, and as owner thereof, possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and right to execute consents and vote thereon, and to do any and all acts and things necessary or and for the presentation, protection, improvement, and enhancement in value thereof.

#### ARTICLES THREE:

The maximun numbers of shares of stock which the Corporation shall Have outstanding at any time shall be: 1,000 SHARES AT \$1.00 PAR VALUE OF COMMON STOCK.

All or any part of the capital stock may be paid for either in lawful moneys of the United State of America, or in other assets transferred to the Corporation, at a true Valuation as of the time of the exchange for stock.

#### ARTICLES FOUR:

The principal office of the Corporation shall be located at:

2479 N.W. 36<sup>th</sup>. Street MIAMI, FLORIDA 33142

Other offices for the transaction of business may be located wherever the Directors may den necessary or expedient.

#### ARTICLES FIVE:

This Corporation shall have (2) director(s) initially. The number of directors may be increased or decreased from time to time In such manner as may be prescribed by the by-laws, but shall never be less Than one (1), not more than five (5).

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the Corporation, and any person who serves at the request of this Corporation and a director of 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 having heretofore or Hereafter been a director or officer of this Corporation, or by reasoned any action alleged to have been heretofore or hereafter taken or amide by him as such director or officer and shall reimburse such each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liabilities provides that no person shall be indemnified against, or re reimburse for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of this duties.

The rights accruing to any person under the foregoing provisions shall Not exclude any other right to which he may be lawfully entitled nor shall anything contained restricted the right of the Corporation to indefinite or reimburse such Person in any proper case ever thought no specifically herein provides for.

No contract or other transaction between this Corporation and any Other Corporation, and no act of this Corporation shall in any way affected or Invalidated by the fact than any of the Directors of the Corporation are pecuniary Or otherwise interest in, or are Directors, or Officers, of such other Corporation.

#### ARTICLES SIX:

The name and post office addresses of the members of the first Boards of Directors and Officers who hold for the first year of existence of the Corporation or until their successors are elected or appointed and have qualified, are as follows:

#### BOARDS OF DIRECTORS

Jose Almeida

351 S.W. 167<sup>th</sup> Avenue Pembroke Pine, Florida 33027

Pedro J. Almeida

105 Pen nana Drive Hialeah, Florida 33010

#### **OFFICER**

Jose Almeida

President/Secretary

Pedro J. Almeida

Director

#### ARTICLE SEVEN:

The name and post office addresses of each of the subscribers to These Articles of Incorporation are as follows:

**NAME** 

**ADDRESS** 

Jose Almeida

351 S.W. 167<sup>th</sup>. Avenue Pembroke Pine, Florida 33027

Pedro J. Almeida

105 Pen Nana Drive Hialeah, Florida 33010

#### ARTICLES EIGHT:

This Corporation shall have full power to carry on and transacted Each or all the businesses enumerated in Articles Two of these Articles of Incorporation, and shall have all the general and additional powers now and Hereafter conferred upon it by law.

#### ARTICLES NINE:

This Article of Incorporation may be amended in the manner Provide by law. The Board of shall approve every amendment directors, Proposed to the stockholders and approved at a Stockholder's meeting By a majority of the Stock entitled to vote thereon.

#### ARTICLES TEN:

Upon election of a Board of Directors by Stockholder's, such board of Directors shall manage the business affairs of this Corporation without the Necessity of future authority from the Stockholder's, except as by law or in these Articles otherwise provide; any action of such Board of Directors may be rescinded or any officer or directors removed from office, only upon a vote of stockholder's holding a majority of the stock of the Corporation. By-laws of the Boards of Directors. All holders of common stock of this Corporation shall be entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

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### ARTICLE ELEVEN:

The Register Agent for services of process in the State of Florida And its registered office shall be:

Jose Almeida 351 S.W 167<sup>th.</sup> Avenue Pembroke Pine, Florida 33027

#### ARTICLE TWELVE:

The shareholders may at their sole discretion, repeal, alter or amended The by-laws of this Corporation as provide under Chapter 607.081 of the Florida Statues, restricting the power vested in the Board of Directors to adopt, amend, Or repeal the by-laws within its regular course of business

IN WITNESS WHEREOF, the undersigned Incorporation have Hereunto set their hands and affixes their seals in this **Fifteen** day Of **November 2000.** 

Jose Almeida President/Secretary

Ack to Almerda
Pedro J. Almeida
Officer

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#### REGISTER AGENT

The undersigned, having been named in the foregoing Articles of Incorporation of: A.T.S. TRADE INC. To accept service of process, hereby accepts such designation.

Jose Almeida

STATE OF FLORIDA)	
)	SS
MIAMI DADE )	
COUNTY _ : " )	

BEFORE ME, The undersigned authority, duly authorized to Administer oats and take acknowledgments, personally appeared:

> Pedro J. Almeida Jose Almeida and

To me well know and know to me to be the person described in, who After first being duly sworn, executed the foregoing Articles of Incorporation, freely and voluntary for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and Official seal at: Miami, Florida, this Fifteen November 2000.

> **NOTARY PUBLIC** STATE OF FLORIDA AT LARGE

My commission expires:

OF

