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**THE LAW OFFICE OF JAMES C. MIZE, JR., P.A.**

POST OFFICE BOX 210156

WEST PALM BEACH, FL 33421

Overnight Only - 9975 Royal Cardigan Way, West Palm Beach, FL 33411

JAMES C. MIZE, JR.

WANDA S. MIZE

Telephone: 561-753-7936

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Email: [jmize@msn.com](mailto:jmize@msn.com)

June 2, 2003

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

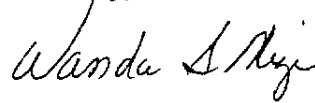
Re: ATL Orlando, Inc.  
Articles of Incorporation Filing

Dear Sir/Madam:

Please find enclosed the articles of incorporation for ATL Orlando, Inc. Please file the articles and provide a certified copy at your earliest convenience. I have enclosed a \$35.00 check for the filing fee and a \$8.75 check for the certified copy.

If you have any questions, please do not hesitate to call. Thank you for your assistance in this matter.

Sincerely,



Wanda S. Mize

Encl

W03-1613E

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ATL ORLANDO, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be ATL Orlando, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 4802 Hurdle Court Orlando, Florida 32818

ARTICLE III - PURPOSE

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - RESTRAINT ON ALIENATION OF SHARES

The shareholders of the corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the corporation or by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the corporation may sell, pledge or transfer stock in the corporation without approval at a shareholder meeting especially called for that purpose.

## ARTIVLE VI – REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 4802 Hurdle Court, Orlando, Florida 32818. The name of the initial registered agent at that address is John M. Greer, Sr.

## ARTICLE VII - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

## ARTICLE VIII - TERM OF EXISTENCE

This corporation shall exist perpetually.

## ARTICLE IX - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## ARTICLE X - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

## ARTICLE XI – BOARD OF DIRECTORS

The business of the corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of one member. The name and address of the member of the first Board of Directors is:

John M. Greer, Sr.

4802 Hurdle Court  
Orlando, Florida 32818

ARTICLE XII INCORPORATOR

The name and address of the incorporator is John M. Greer, Sr., 4802 Hurdle Court, Orlando, Florida 32818.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 29<sup>th</sup> day of May 2003.

Incorporator:

  
\_\_\_\_\_  
John M. Greer, Sr.

Incorporator

Date: May 29, 2003

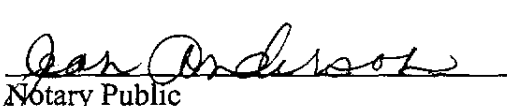
State of FLORIDA  
County of ORANGE

The foregoing instrument was acknowledged by me this 29<sup>th</sup> day of May 2003 by John M. Greer, Sr. who is personally known by me.

(SEAL)



Jean Anderson  
My Commission DD100356  
Expires June 14, 2006

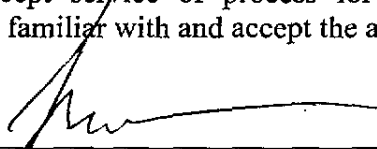
  
\_\_\_\_\_  
Notary Public  
State of Florida  
My Commission Expires 6-14-2006

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. ATL, Orlando, Inc., a corporation organizing under the laws of the State of Florida, with its principal office located at 4802 Hurdle Court, Orlando, Florida 32818 has named John M. Greer, Sr., whose address is 4802 Hurdle Court, Orlando, Florida 32818 as its Agent to accept service of process within this State.

ACCEPTANCE:

Having been named as registered agent to accept service of process for the above corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
John M. Greer, Sr.  
Registered Agent  
Date: May 29, 2003


State of FLORIDA  
County of ORANGE

The foregoing instrument was acknowledged by me this 29<sup>th</sup> day of May 2003 by John M. Greer, Sr. who is personally known by me.

(SEAL)



Jean Anderson  
My Commission DD100356  
Expires June 14, 2008

  
\_\_\_\_\_  
Notary Public  
State of Florida  
My Commission Expires 6-14-2008

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA