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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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11/19/08 2:00:33

Rumberger
KIRK & CALDWELL

August 26, 2008

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Rumberger, Kirk & Caldwell, P.A.
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Valerie Herring
Regulatory Specialist II, New Filing Section
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA FEDEX

Re: ATLC, Inc.;
Your Reference No. W080000338883
Our File No.: 107117

Dear Ms. Herring:

This letter is in response to your correspondence of August 20, 2008, rejecting the Articles of Incorporation of ATLC, Inc. As we discussed in our telephone conversation, ATLC, Inc. has the same principals as ATLC, Ltd. Edward A. André and William A. Troner are the principals of ATLC, Ltd. Copies of the printouts from your office for ATLC, Ltd. and André-Troner, L.C. are enclosed for your reference. Mr. André and Mr. Troner are also shown as the initial directors of ATLC, Inc. You will also note that the addresses for the respective entities are the same.

I understand from our telephone conversation that, with this information, you will accept the Articles of Incorporation for filing. If you have any further questions, please call me.

Finally, I should call to your attention that my name has been misspelled both in your letter and in the on-line filings. I would appreciate you correcting the spelling of my first name so that the public records are accurate.

Very truly yours,



DAVID C. WILLIS

DCS/mm

Enclosures

cc: Edward A. André
William A. Troner
Harry L. Deffebach



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 20, 2008

DAVID
DAVID C. WILLIS, ESQ.
LINCOLN PLAZA, SUITE 1400
300 SOUTH ORANGE AVENUE
ORLANDO, FL 32801

SUBJECT: ATLC, INC.
Ref. Number: W08000038883

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

Please return the corrected 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) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 808A00046680

ARTICLES OF INCORPORATION

OF

ATLC, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is ATLC, Inc.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of .01 per share.

ARTICLE IV

The street address and the mailing address of the place of business of the Corporation is 100 Rialto Place, Suite 950, Melbourne, Florida 32901. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 300 S. Orange Ave. Suite 1400 Orlando, FL 32801, and the name of the Corporation's initial registered agent to receive service of process is David C. Willis.

ARTICLE V

The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the initial Directors are:

<u>Name</u>	<u>Address</u>
Edward A. André	100 Rialto Place Suite 950 Melbourne, FL 32901
Harry L. Deffebach	100 Rialto Place Suite 950 Melbourne, FL 32901
William A. Troner	100 Rialto Place Suite 950 Melbourne, FL 32901

The above directors shall serve until their resignation or replacement as provided in the Bylaws.

ARTICLE VI

The name and address of the incorporator is David C. Willis, 300 S. Orange Ave. Suite 1400 Orlando, FL 32801.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

ARTICLE IX

These Articles of Incorporation shall be effective immediately upon filing.

DATED: August 15, 2008.



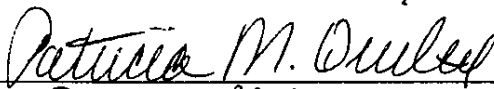
DAVID C. WILLIS

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on August 15, 2008, by
David C. Willis who is personally known to me or has produced _____
(type of identification) as identification.



(AFFIX NOTARY SEAL)



Name: Patricia M. Quilty
(Print Name)

Notary Public - State of Florida

My Commission Expires:

8/25/08

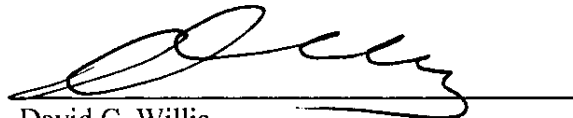
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ATLC, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 100 Rialto Place, Suite 950, Melbourne, Florida 32901, Brevard County, State of Florida, has named William A. Troner as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



David C. Willis
(Registered Agent)

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TALLAHASSEE, FLORIDA