## P11000028937

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11 MAR 22 PH 2: 22
SECRETARY OF STATE

MR3)24

#### **COVER LETTER**

Department of State New Filing Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: TAX CENTERS D. (PROPOSED CORPO)	= FLORIDA, INC.
(PROPOSED CORPO	RATE NAME – <u>MUST INCLUDE SUFFIX</u> )
Enclosed are an original and one (1) copy of the a	urticles of incorporation and a check for:
\$70.00 \$78.75 Filing Fee & Certificate of Status	\$78.75  Filing Fee & Certified Copy & Certificate of Status
	ADDITIONAL COPY REQUIRED
FROM: JOHN W H	me (Printed or typed)
1 GATESHE	Address
DUNEDIN,	7-L 34698 ty, State & Zip
727-669 Daytime	- 8209 Telephone number
,	e Aol Com sed for future annual report notification)

NOTE: Please provide the original and one copy of the articles.



RECEIVED

11 MAR 22 AM II: 44

### FLORIDA DEPARTMENT OF STATE LLAHASSEE, FLORIDA Division of Corporations

February 4, 2011

JOHN W HUTCHISON 1 GATESHEAD DR APT 105 DUNEDIN, FL 34698

SUBJECT: TAX CENTERS OF FLORIDA, INC.

Ref. Number: W11000006949

We have received your document for TAX CENTERS OF FLORIDA, 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) 245-6879.

Ruby Dunlap Regulatory Specialist II New Filing Section

Letter Number: 711A00003003

# ARTICLES OF INCORPORATION MAR 22 PM 2: 22 OF SECRETARY DE STATEMALLAHASSEE FLORIDA ATP CENTERS OF AMERICA, INC.

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT IN COMPLIANCE WITH CHAPTER 607 AND/OR CHAPTER 621, FS, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

#### **ARTICLE 1. NAME**

THE NAME OF THE CORPORATION SHALL BE:

ATP CENTERS OF AMERICA, INC.

#### **ARTICLE II PRINCIPAL OFFICE**

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

2340 STATE ROAD 580 UNIT C CLEARWATER, FL. 33763

#### **ARTICLE III PURPOSE**

THE PURPOSE OF THIS CORPORATION IS TO ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION.

#### ARTICLE IV CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OR STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

25,000 SHARES AT \$1.00 PAR VALUE PER COMMON STOCK

ARTICLE V TERM OF EXISTENCE

THE CORPORATION IS TO EXIST PERPETUALLY.

#### ARTICLE VI OFFICERS, DIRECTORS

THE NAMES AND THE STREET ADDRESSES OF THE INITIAL OFFICER(S) AND DIRECTOR(S), IF ANY, WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

JOHN W HUTCHISON - DIRECTOR/PRESIDENT 1 GATESHEAD DR APT 105 DUNEDIN, FL. 34698

BARBARA A. FELTY - DIRECTOR/VICE PRESIDENT/SECRETARY/TREASURER 1797 STABLE TRL PALM HARBOR, FL. 34685-3305

#### **ARTICLE VIII BYLAWS**

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS, BUT THE BOARD OF DIRECTORS MAY NOT ALTER, AMEND OR REPEAL ANY BYLAWS ADOPTED BY THE SHAREHOLDERS IF THE SHAREHOLDERS PROVIDE THAT THE BYLAWS SHALL NOT BE ALTERED, AMENDED OR REPEALED BY THE BOARD OF DIRECTORS.

#### **ARTICLE VIII AMENDMENT**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDER'S MEETING BY AT LEAST A MAJORITY OF THE STOCK ENTITLED TO VOTE, UNLESS AL OF THE DIRECTORS AND ALL OF THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

#### ARTICLE IX INCORPORATORS

THE NAME AND STREET ADDRESS OF THE PERSONS SIGNING THESE ARTICLES OF INCORPORATION AS THE INCORPORATOR(S) ARE:

JOHN W. HUTCHISON 1 GATESHEAD DR APT 105 DUNEDIN, FL. 34698

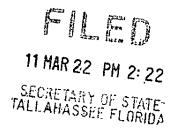
BARBARA A. FELTY 1797 STABLE TRL PALM HARBOR, FL. 34685-3305 IN WITNESS WHEREOF. THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 31 DAY OF JANUARY 2011. WE SUBMIT THIS DOCUMENT AND AFFIRM THE FACTS STATED HEREIN ARE TRUE. WE ARE AWARE THAT THE FALSE INFORMATION SUBMITTED IN A DOCUMENT TO THE DEPARTMENT OF STATE CONSTITUTES A THIRD DEGREE FELONY AS PROVIDED FOR IN FLORIDA STATUES 817.155.

SIGNATURES OF INCORPORATORS

JOHN W. HUTCHISON

BARBARA A FELTY

THAR 22 PH 2: 22
SEPANASSEE FLORIDGE



## CERTIFICATION DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.325 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1) THE NAME OF THE CORPORATION IS: ATP CENTERS OF AMERICA, INC.
- 2) THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

JOHN W. HUTCHISON 1 GATESHEAD DR. APT 105 DUNEDIN, FL. 34698

**SIGNATURE** 

TITLE DIRECTOR/PRESIDENT

DATE

3/15/2011

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

**SIGNATURE** 

(REGISTERED AGENT)

DATE

3/15/2011