

**P9500026038**

ROBERT L. LEY

7439 Sheepshead Drive, Hudson, FL 34667 813 862-0431

February 24, 1995

Department of State  
Division of Corporations  
The Capitol.  
Tallahassee, FL 32304

500001417405  
-02/23/95--01101--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: THE ON-RAMP, INC.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$70.00.

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you in advance for your courtesies and cooperation.

Very truly yours,

  
Robert L. Ley

enclosures

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 1, 1995

ROBERT L. LEY  
7439 SHEEPSHEAD DR.  
HUDSON, FL 34667

SUBJECT: THE ON RAMP.  
Ref. Number: W95000004552

We have received your document for THE ON RAMP. and your check(s) totaling \$70.00. 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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Bylaws are not filed with this office. Please retain them for your records.

The corporate name must be identical throughout the document.

Please return 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 (904) 487-6931.

Steven Godfrey  
Corporate Specialist

Letter Number: 395A00009132

ARTICLES OF INCORPORATION  
OF

~~THE CORP.~~, INC.

ATLANTIC COMMERCIAL ENTERPRISES

RECORDED  
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I, the undersigned, acting as incorporator and desiring to form a corporation for profit under the laws of the State of Florida, pursuant to the Florida General Corporation Act, Chapter 607, Florida Statutes, execute the following:

ARTICLE I. CORPORATION NAME

The name of the corporation is: ATLANTIC COMMERCIAL ENTERPRISES, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The purpose of this corporation is to engage in any or all lawful business for which corporations may be incorporated under this chapter.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized at any on time is 7,500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE VI. REGISTERED AGENT AND PRINCIPAL OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Robert L. Lay  
7439 Sheepshead Drive  
Hudson, FL 34667

The board of directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VII. INITIAL DIRECTORS**

The name of the initial director or this corporation and his street address are:

Robert L. Ley  
7439 Sheepshead Drive  
Hudson, FL 34667

The person named as initial director shall hold office for the first year of existence of this corporation or until his successor or successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE VIII. INCORPORATORS.**

The name and street address of the incorporator of these articles of incorporation is:

Robert L. Ley                      3751 shares  
7439 Sheepshead Drive  
Hudson, FL 34667

#### **ARTICLE IX. AMENDMENTS.**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intentions that a certain amendment of the articles of incorporation be made.

#### **ARTICLE X. BYLAWS.**

The by-laws shall be made, amended, or rescinded from time to time as therein provided.

#### **ARTICLE XI. PREEMPTIVE RIGHTS.**

The shareholders of the corporation shall have the preemptive right to acquire, pro rata, unissued or treasury shares of the corporation or securities of the corporation, convertible into or carrying the right to subscribe to or acquire shares. Such shares or securities may be issued by the corporation from time to time for money, any property or services, in addition to authorized shares, and the preemptive right of any shareholder shall be determined by the ratio of shares of which he or she is the holder to all authorized and issued shares. The terms and conditions, therefore, shall be fixed by the board of directors.

#### **ARTICLE XII. RIGHT OF FIRST REFUSAL.**

The corporation shall have the right of first refusal to any shareholder who desires to sell his shares or portions thereof, the compensation for which shall be fixed by the board of directors.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing articles of incorporation.

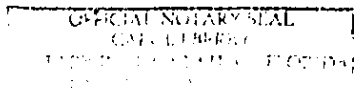
  
ROBERT L. LEY  
INCORPORATOR

DATE: February 24, 1995

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, a notary public, personally appeared the incorporator, Robert L. Ley, to me known to be the person described in and who executed the foregoing articles of incorporation and acknowledged before me that he subscribed to the articles of incorporation on the 24 day of February, 1995.

  
\_\_\_\_\_  
Notary Public



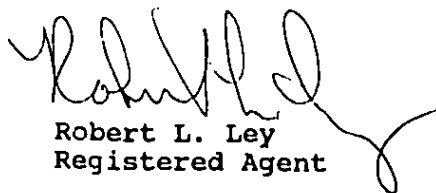
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

**ATLANTIC COMMERCIAL ENTERPRISES, INC.**  
That ~~The On-Ramp~~, desiring to organize under the laws of the State of Florida, with its principal office at 7439 Sheepshead Drive, Hudson, county of Pasco, State of Florida, has named Robert L. Ley, located at 7439 Sheepshead Drive, Hudson, FL 34667, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
Robert L. Ley  
Registered Agent

Date: February 24, 1995

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