

P960000487X

AAA FAMILY SERVICES
(WE THE PEOPLE)
1808 CORTEZ RD, SUITE 107
BRADENTON, FL 34247
941-753-4414

FILED
JUN -5 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 3, 1996

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*****70.00 *****70.00

TO:
DEPARTMENT OF CORPORATIONS
DEPARTMENT OF STATE
PO BOX 6327
TALLAHASSEE, FL 32314

Enclosed please find Articles of Incorporation for AUTOMOTIVE TRAINING SYSTEMS, INC. (2 sets) along with a check in the sum of \$70.00.

Kindly mail the filed copy with document number directly to the registered agent. Thank you.

6/7/96
TB

ARTICLES OF INCORPORATION

OF

Automotive Training Systems, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Automotive Training Systems, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Department of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1000 shares of Capital Stock at \$1.00 (One Dollar) par value.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have

the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions

Imposed By This Corporation's Articles Of Incorporation, A Copy

Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL OFFICERS

The number of directors on this corporation's Initial Officers shall be 1. The number

of officers may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one. There will be no board of directors at the present time.

The name and address of each individual who shall serve as a member of the Initial officers are:

President

Edward L. Walmsley
5726 Cortez Rd. West Suite 254
Bradenton, FL 34210

Vice-President

Edward L. Walmsley
5726 Cortez Rd. West Suite 254
Bradenton, FL 34210

Secretary

Edward L. Walmsley
5726 Cortez Rd. West Suite 254
Bradenton, FL 34210

Treasurer

Edward L. Walmsley
5726 Cortez Rd. West Suite 254
Bradenton, FL 34210

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any

former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the physical address of this corporation's initial registered office shall be: 5726 Cortez Rd. West Suite 254
Bradenton, FL 34210.


The name of the individual who shall serve as this corporation's initial registered agent at that address is: Edward L. Walmsley.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Edward L. Walmsley
5726 Cortez Rd. West Suite 254
Bradenton, FL 34210.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Incorporator
MANATEE

I hereby accept my designation as resident agent and agree to serve as the resident agent

of Automotive Training Systems, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Automotive Training Systems, Inc.

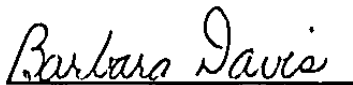


Registered Agent

State Of Florida

County Of Manatee

On May 31, 1996, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Automotive Training Systems, Inc.



Notary Public



Barbara J. Davis
MY COMMISSION # CC581288 EXPIRES
April 29, 2000
BONDED THROUGH FARM INSURANCE, INC.

(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

TO INCORPORATE

Fee: \$250.00 TOTAL

(which includes the filing fee and corporation supplies, i.e.,
corporation book, seal certificates)

INSTRUCTIONS

1. HAVE THE PERSON WRITE DOWN THREE (3) CHOICES FOR THEIR CORPORATION NAME (IN CASE FIRST NAME CHOICE IS NOT AVAILABLE)
2. Call the Dept. of State for Corporations (in Tallahassee) for Name Availability:

10393-1-904-488-9000
After answered, Press 1
Tell her/him that you're checking for name availability
of _____ #1 choice
3. Fill in blanks on corporation form.
Print two (2) originals for person to sign to mail to Dept. of Corp. with \$70.00 check made payable to DEPARTMENT OF STATE. Send in 2 orig. along with cover letter.

Make an extra copy for person if they request.
They can open a bank account (that we know) only at American Bank - tell American Bank that Deborah Barwick of this office referred them. American Bank will give a form to fill out and return within 30 days. This form is for the State Document Number. This is the number needed to open a bank account at any other bank. We should have this document number in two weeks.

When the Dept. of State (Corporations) mails us a copy of the "filed" Articles with the document number, immediately mail same to person who incorporated.
4. Type or print clearly the CORPORATE NAME on the CAPITAL CONNECTION form to order the corporate supplies (book, seal, certificates, etc.). Fax this form to Capital connection at 10393-1-904-224-7047.

Advise person that the corporate supplies can be picked up in 2 - 3 business days. Be sure to have their telephone number to remind if not picked up over 5 days.

Capital Connection will send a bill for payment (payment is included for client in the price). Any questions or problems at Capital Connection, call Kim at 1-800-342-8062.
5. Remind client that the forms in the back of the book are very important and should be filled out within 60 days. They will only need the Sales Tax form if selling merchandise. The other forms are self-explanatory and come with complete instructions.
6. State to client that it is recommended to acquire an accountant because an accountant knows what (additional) forms should be filed when, where and why.

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