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TRANSMITTAL LETTER

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

Department of State
Division of Corporations
409. E. Gaines St.
Tallahassee, FL 32399

ATN ENTERPRISES, INC.

Subject: _____
(proposed corporate name)

Enclosed please find an original and one copy of the article
of incorporation for the above corporation and check in the
amount of \$ 28.25.

From: ORA A. QIMANO
871 NE 195 ST. APT 401
N. MIAMI BEACH, FL 33179

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*****78.75 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 12 1997

5/12/97

ARTICLES OF INCORPORATION

OF

ATN ENTERPRISES, INC.

FILED
SECRETARY OF STATE
97 MAR 10 1988

ARTICLE I - NAME

The name of the corporation shall be:

ATN ENTERPRISES, INC.

ARTICLE II - ADDRESS

The address of the principal office until further notice is: 871 NE 195 St. Apt. 401, N. Miami Beach, FL 33179.

ARTICLE III - CAPITAL STOCK

The number of shares that this corporation is authorized to have outstanding is one thousand (1,000) common shares at one (\$1.00) dollar par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation is: Ora A. Cimand and the registered office is 871 NE 195 St. Apt. 401, N. Miami Beach, FL 33179.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Ora A. Cimand
871 NE 195 St. Apt. 401
N. Miami Beach, FL 33179

ARTICLE VI - DURATION

This corporation shall have a perpetual existence unless dissolved according to law.

ARTICLE VII - PURPOSE

The purposes for which this corporation is organized are:

- (a) To engage and transact any and all lawful business which corporations normally do within the State of Florida.
- (b) To operate any legal business at the wholesale or retail level (or both) including but not limited to rental management.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any agent, to the full extent permitted by law.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The business of this corporation shall be managed by a Board of Directors consisting of one or more members, the exact number to be determined from time to time in accordance with the By-Laws. The initial Board of Directors shall consist of one director as follows:

Ora A. Cimand Director and Treasurer and President
871 NE 195 St. Apt.401, N.Miami Beach, FL 33179

ARTICLE X - BY-LAWS

The Board of Director shall adopt By-Laws for this Corporation which may be amended, altered or repealed by the shareholders or directors in any manner permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this 9 day of May 1997.

Ora Cimand , Ora A. Cimand

CERTIFICATE OF DESIGNATION

FILED
SECRETARY OF STATE
DIVISION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registererd agent, in the State of Florida.

1. The name of the corporation is _____

ATN ENTERPRISES, INC.

2. The name and address of the registered agent and office is:

Ora A. Cimand
Name _____

871 NE 195 St. Apt.401, N.Miami Beach, FL 33179
Address _____

The following officer of this corporation has authorized the above person and office to be its registered agent and registered office.

Signature Ora Cimand

Treasurer
Title _____

Date may 09, 1997

ACCEPTANCE BY AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

Signature Ora Cimand

Date may 09, 1997