

LANE TROHN
ATTORNEYS AT LAW

JOHN A. ATTAWAY, JR.
ROBERT J. BERTRAND
CLARENCE A. BOSWELL
ROBERT M. BRUSH
HANK B. CAMPBELL
DABNEY L. CORNER
CHRISTINE C. DALY
CHRISTOPHER M. FEAR
JUDITH J. FLANDERS
MITCHELL D. FRANKS
STEPHEN B. FRENCH
JACK P. JAMES, III
MARK N. MILLER
PATRICK J. MURPHY
E. ALEXANDER PULOL
GARY S. RABIN
EDWIN A. SCALES, III
STEVEN L. SELPH
KINGSWOOD SPROTT, JR.
JONATHAN STIDHAM
WOFFORD H. STIDHAM
ROBERT G. STOKES
JANET M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND
DAVID E. WILLIAMSON
DONALD H. WILSON, JR.
A. H. LANE (RETIRED)

PG 170000068177 August 1997

VIA FEDERAL EXPRESS
Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32314

200002258102--7
-08/05/97--01061--013
****122.50 ****122.50

Re: CROES & ASSOCIATES, INC.

DEFECTIVE DATE
8-1-97

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida corporation to be known as CROES & ASSOCIATES, INC. Please file the original Articles and return the copy to me, duly certified to show the date of filing. Please note that the corporate existence is to commence as of the date of execution and acknowledgement of the Articles.

Also enclosed is this firm's check in the amount of \$122.50 to cover the following:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
Certified Copy Fee	\$52.50

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (941) 284-2208. Thanking you for your usual cooperation, I am

Yours very truly,

John A. Attaway, Jr.

JAA/sb
Enclosures

FILED
97 AUG -5 PM 4:06
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

LANE, TROHN, BERTRAND & VREELAND, P.A.

ONE LAKE MORTON DRIVE • P.O. BOX 3 • LAKE LAND, FLORIDA 33802-0003 • PHONE (941) 284-2200 • FAX (941) 680-0310
150 EAST DAVIDSON STREET • P.O. BOX 1578 • BARTOW, FLORIDA 33831-1578 • PHONE (941) 533-0866 • FAX (941) 533-7255

ARTICLES OF INCORPORATION
OF
CROES & ASSOCIATES, INC.

FILED
97 AUG -5 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

8-1-97

ARTICLE I. NAME

The name of this corporation is CROES & ASSOCIATES, INC..

ARTICLE II. PRINCIPAL OFFICE

The principal office of this corporation is Post Office Box 1601, Lakeland, Florida 33802-1601.

ARTICLE III. DURATION

This corporation shall have perpetual existence, commencing on August 1, 1997.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of capital stock having a par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 901 Avon Avenue, Lakeland, Florida 33801, and the name of the initial registered agent of this corporation at that office is Peter C. Croes.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

Peter C. Croes
Post Office Box 1601
Lakeland, Florida 33802-1601

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is:

John A. Attaway, Jr., Esquire
Lane, Trohn, Clarke, Bertrand,
Vreeland & Jacobsen, P.A.
One Lake Morton Drive
Lakeland, Florida 33801

ARTICLE IX. INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of August, 1997.



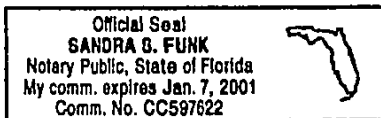
JOHN A. ATTAWAY, JR.

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 4th day of August, 1997, by JOHN A. ATTAWAY, JR, who is personally known to me ~~or who produced~~ a ~~Florida driver's license as identification~~ and who did not take an oath.

(Affix notarial seal)



Sandra S. Funk
NOTARY PUBLIC

SANDRA S. FUNK
(Type or Print Name of Notary)

My Commission Expires: 1-7-2001

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as Registered Agent for CROES & ASSOCIATES, INC., hereby accepts such appointment this 4 day of August, 1997.

Peter C. Croes
PETER C. CROES

FILED
97 AUG -5 PM 4:00
TALLAHASSEE, FLORIDA

08/05/1997

08:44 055 29118
P97000068178

PAGE 02

8/05/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

6:27 PM

((H97000012838 3))

TO: DIVISION OFF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C. RODRIGUEZ *Kara*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: ~~U.S. 1, INC.~~ *U.S. 1, Inc.*

AUDIT NUMBER.....H97000012838

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...1

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

5

5

~~U.S. 1 Enterprises, Inc.~~

Atam Enterprises, Inc.

97 AUG - 10 10:10 AM

BM 816197



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 6, 1997

CORPORATE CREATIONS INTERNATIONAL INC

SUBJECT: U.S. 1, INC.
REF: W97000018133

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The name conflict is "U.S. 1, INC."

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000012838
Letter Number: 997A00040018

*New name
Atom Enterprises, Inc.*

H97000012838

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Atam Enterprises, Inc.

Article II. Address

The mailing address of the Corporation is:
Atam Enterprises, Inc.
21346 St. Andrews Boulevard, #218
Boca Raton FL 33433

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Sarven Atam.
5881 Town Bay Drive, #936
Boca Raton FL 33486

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Sarven Atam

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

H97000012838

H97000012838

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

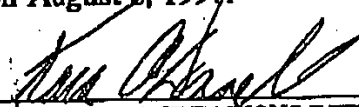
Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 6, 1997.

The undersigned incorporator executed these Articles of Incorporation on August 6, 1997.



CORPORATE CREATIONS INTERNATIONAL INC.
Kara O'Donnell Vice President

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

H97000012838

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Atam Enterprises, Inc.

REGISTERED AGENT/OFFICE:

Sarven Atam
5881 Town Bay Drive, #936
Boca Raton FL 33486

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


SARVEN ATAM

Date: August 6, 1997

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6829
(305) 672-0686