

P97000/00437

TRANSMITTAL LETTER

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

400002336754--9

-11/03/97--01153--003

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

SUBJECT: ATD Enterprises, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$78.75.

FROM : Jon Dodds
9812 US Hwy 19
Port Richey, FL 34668-3847

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 26 AM 8:30

~~11-26-97~~

11-26-97
11-6-97
WS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 6, 1997

JON DODDS
9812 US HWY 19
PORT RICHEY, FL 34668-3847

SUBJECT: ATD ENTERPRISES, INC.
Ref. Number: W97000025205

We have received your document for ATD ENTERPRISES, 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. 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 document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the 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) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 897A00053678

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
of
AT WHOLESALE ENTERPRISES, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is AT Wholesale Enterprises, Inc..

The Principal Place of business is 9812 US Hwy 19, Port Richey, Fl. 34668-3847

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares with a par value of \$1.00 per share.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Jon Dodds
9812 US Hwy 19
Pasco County
Port Richey, FL 34668-3847

**ARTICLE IV
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE V
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Jon Dodds
1716 Evans Drive
Clearwater, FL 34619

Michael Dodds
8014 Beaver Creek Loop
Bayonet Pointe, FL 34668

James Dodds
9030 Crabtree Lane
Port Richey, FL 34668

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

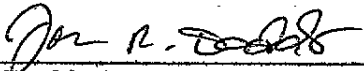
**ARTICLE VI
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

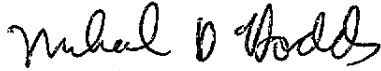
Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

Certification

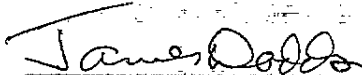
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Jon Dodds, Incorporator
9812 US Hwy 19
Port Richey, FL 34668-3847



Michael Dodds, Incorporator
8014 Beaver Creek Loop
Bayonet Pointe, FL 34668



James Dodds, Incorporator
9030 Crabtree Lane
Port Richey, FL 34668

CERTIFICATE OF DESIGNATION
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/registered agent, in the state of Florida.

1. The name of the corporation is: AT Wholesale Enterprises, Inc.

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

Jon Dodds

(NAME)

9812 US Hwy 19

(P.O. BOX NOT ACCEPTABLE)

Port Richey, FL 34668

(CITY/STATE/ZIP)

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SIGNATURE

Jon R. Dodds

(corporate officer)
President

TITLE

DATE

11-17-97

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 AGREE 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

Jon R. Dodds

Jon Dodds

DATE

11-17-97

REGISTERED AGENT FILING FEE: \$35.00