

P98000067917

MIERZWA & ASSOCIATES, P.A.

MATTHEW J. MIERZWA, JR.
MARGARET M. BRUCE
RUDIN E. HAIDERMOTA
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*Also Admitted to New York Bar

3900 WOODLAKE BOULEVARD
SUITE 212
LAKE WORTH, FLORIDA 33463-3045
TELEPHONE: (561) 966-1200
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FILED
OCT 19 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 22, 1998

TRANSMITTAL LETTER

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

400002648154--5
-09/24/98--01063--002
*****87.50 *****87.50

Subject: (1) *Articles of Amendment to Articles of Incorporation* of "Advance Training and Technical Consultants, Inc." amending corporation's name to "Advanced Technical and Educational Consultants, Inc."

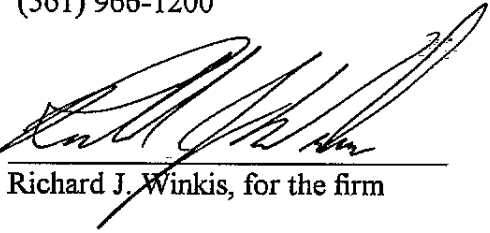
(2) *RESTATED Articles of Incorporation* for Advance Technical and Training Consultants, Inc. (Hereafter known as "ADVANCED TECHNICAL AND EDUCATIONAL CONSULTANTS, INC.");

Enclosed are the *Articles of Amendment to Articles of Incorporation* of Advance Technical and Training Consultants, Inc., and an original and one copy of the *RESTATED Articles of Incorporation* with incorporated *Designation and Acceptance of Registered Agent for a Florida Corporation* for "ADVANCED TECHNICAL AND EDUCATIONAL CONSULTANTS, INC."

\$87.50 Filing Fee

FROM: MIERZWA & ASSOCIATES, P.A.
3900 Woodlake Blvd., Suite 212
Lake Worth, Florida 33463
(561) 966-1200

BY:


Richard J. Winkis, for the firm

Restated Art. & N/C

VS OCT 21 1998

501560.5271



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 30, 1998

RICHARD J. WINKIS
MIERZWA & ASSOCIATES, P.A.
3900 WOODLAKD BLVD., STE. 212
LAKE WORTH, FL 33463

SUBJECT: ADVANCE TRAINING AND TECHNICAL CONSULTANTS, INC.
Ref. Number: P98000067917

We have received your document for ADVANCE TRAINING AND TECHNICAL CONSULTANTS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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 (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 698A00048994

RECEIVED
OCT 19 11 01
DIVISION OF CORPORATIONS

LAW OFFICES

MIERZWA & ASSOCIATES, P.A.

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October 12, 1998

TRANSMITTAL LETTER

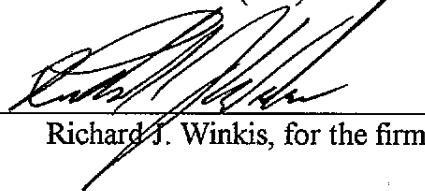
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

- Subject: (1) Articles of Amendment to Articles of Incorporation of "Advance Training and Technical Consultants, Inc." amending said corporation's name to "Advanced Technical and Educational Consultants, Inc."
- (2) RESTATED Articles of Incorporation for Advance Technical and Training Consultants, Inc. (Hereafter known as "ADVANCED TECHNICAL AND EDUCATIONAL CONSULTANTS, INC.");

Enclosed are the Articles of Amendment to Articles of Incorporation of Advance Technical and Training Consultants, Inc., and an original and one copy of the RESTATED Articles of Incorporation with incorporated Designation and Acceptance of Registered Agent for a Florida Corporation for "ADVANCED TECHNICAL AND EDUCATIONAL CONSULTANTS, INC."

\$87.50 Filing Fee
previously forwarded
and receipt
acknowledged (See
enclosed letter from
Division of
Corporations dated
September 30, 1998.

FROM: MIERZWA & ASSOCIATES, P.A.
3900 Woodlake Blvd., Suite 212
Lake Worth, Florida 33463
(561) 966-1200

BY: 
Richard J. Winkis, for the firm

RESTATED ARTICLES OF INCORPORATION

OF

Advanced Technical and Educational Consultants, Inc.

A For-Profit Florida Corporation

FILED
98 OCT 19 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The prior name of this corporation was "Advanced Training and Technical Consultants, Inc." and the amended name is "**Advanced Technical and Educational Consultants, Inc.**"

ARTICLE II. PRINCIPAL OFFICE

The Principal place of business and mailing address of this corporation is 7120 Thompson Road, Lantana, Florida 33462-3950.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 100, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Rhonda McCartt, 7120 Thompson Road, Lantana, Florida 33462-3950.

ARTICLE V. INCORPORATORS

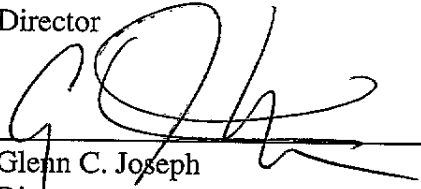
The name(s) and street address(es) Of the incorporator(s) of these articles of incorporation are

Name	Address
Rhonda McCartt	7120 Thompson Road Lantana, Florida 33462-3950
Glenn C. Joseph	1850 Homewood Blvd. #101 Delray Beach, Florida 33445-6918
Paul Ceresa	8460 West Mildred Drive Boynton Beach, Florida 33437-1040

OPTIONAL PROVISIONS

The undersigned have executed these articles of incorporation on the 15th day of September, 1998.


Rhonda McCart
Director


Glenn C. Joseph
Director


Paul Ceresa
Director

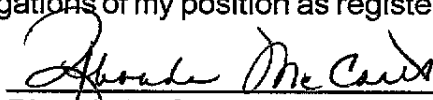
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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: ADVANCED TECHNICAL AND EDUCATIONAL CONSULTANTS, INC.
2. The name and address of the registered agent and office is:

Rhonda McCartt
7120 Thompson Road
Lantana, Florida 33462-3950

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.


Rhonda McCartt
September 15, 1998

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ADVANCE TECHNICAL AND TRAINING CONSULTANTS, INC.

Pursuant to the provisions of F.S. 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: The name of the corporation hereafter shall be

ADVANCED TECHNICAL AND EDUCATIONAL CONSULTANTS, INC.

SECOND: The date of the amendment's adoption: September 15, 1998.

THIRD: Adoption of Amendment

☒ The amendment was approved and adopted by the shareholders and the number of votes cast for the amendment was sufficient for approval.

ADVANCE TECHNICAL AND TRAINING CONSULTANTS, INC., hereinafter known as
ADVANCED TECHNICAL AND EDUCATIONAL CONSULTANTS, INC.



GLENN JOSEPH, as Vice President of
ADVANCE TECHNICAL AND TRAINING
CONSULTANTS, INC., hereinafter known as
ADVANCED TECHNICAL AND EDUCATIONAL
CONSULTANTS, INC.

DATED: 10/12/98