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ATLANTIC LEGAL SERVICES, INC.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 21, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ATLANTIC LEGAL SERVICES OF SOUTH FLORIDA, INC.

**ARTICLE I
NAME OF CORPORATION**

The name of this Corporation shall be ATLANTIC LEGAL SERVICES OF SOUTH FLORIDA, INC.

**ARTICLE II
GENERAL NATURE OF BUSINESS**

The general nature of the business for which this Corporation is organized, and the object and purposes proposed to be transacted, promoted or carried on by it, are as follows, to-wit:

(a) To provide services, of any sort or type whatsoever, and in any manner whatsoever, to any person, firm, association or corporation heretofore or hereafter engaged in the business of practicing law or providing legal services to another person or entity, without limit as to amount, within or without the State of Florida; to contract with such other person, entity or entities to perform these functions; to provide personnel, loaned servants and/or employees to such other person, entity or entities in furtherance of performing these functions; to do all things and engage in all activities necessary and proper, in further of, or incidental to the business of such person, entity or entities done in furtherance of performing such services.

(b) To provide paralegal services, clerical services and/or other general assistance services, which are not within the scope of the practice of law strictly limited to licensed, Florida attorneys, to any person, firm, association or corporation, without limit as to amount, within or without the State of Florida; to contract with such other person, entity or entities in furtherance of performing these functions; to do all things and engage in all activities necessary and proper or incidental to the business of such person, entity or entities done in furtherance of performing such services.

Prepared by:

James H. Rainey, Esq.
Attorney at Law
1117 Clare Avenue
West Palm Beach, Florida 33401
(561) 655-6490
FBN: 369772

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(c) To lend money and negotiate loans; to draw, accept, endorse, discount, buy, sell and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments and securities; generally to carry on and undertake any business, undertaking, transaction or operation commonly carried on or undertaken by capitalists, promoters and financiers which may seem capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any property or right of the Corporation.

(d) To purchase, issue, own, hold, sell, draw, accept and discount bonds, stocks or all kinds, promissory notes, bills of exchange, mortgages, liens, leases, contracts in writing and other instruments evidencing any and all rights and interests in and to any real estate, chattel, or choses in action, including the power to exercise all the rights and privileges of owner or owners thereof.

(e) To borrow or raise money for any of the purposes of the Corporation, in such amounts as the Board of Directors may from time to time determine, to issue bonds, debentures, notes or other obligations of any nature, and in any manner for moneys so borrowed without limit as to amount, and if and to the extent so determined, to secure the principal thereof, and the interest thereon, by mortgage upon or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights either at the time owned or thereafter acquired or in any other manner.

(f) To acquire all or any part of the goodwill, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, to pay for the same in cash or stocks or bonds of the Corporation or otherwise, to hold, utilize, or in any manner dispose of the whole or any part of the rights and properties so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation and conduct in any lawful manner the whole or any part of the business thus acquired.

(g) To operate and do any lawful business of the Corporation under a fictitious name, create a subsidiary of the Corporation, named differently than the Corporation, from time to time, upon the majority vote approving same by the Board of Directors, as if said business was conducted in the name of the Corporation.

(h) To adopt, apply for, obtain, register, purchase, lease, take assignment or licenses of or otherwise to acquire or to obtain the use of, and to hold, protect, own, use, develop, introduce, advertise and exploit, and to sell, assign, lease

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grant licenses or other rights in respect to, make contracts concerning or otherwise deal with, dispose of, or turn to account any copyrights, trademarks, trade names, brands, labels, patent rights, letters patent and patent applications of the United States of America or of any other country, government or authority, and any inventions, improvements, processes, formulae, mechanical and other combinations, licenses and privileges, whether in connection with or secured under letters of patents of otherwise, which are or shall be necessary, convenient, advisable or adaptable for the utilization by the Corporation in any way, directly or indirectly, of such letters patent and patent applications, trade names, trademarks, copyrights and pending applications therefor, inventions, improvements, processes, formulae, mechanical and other combinations, licenses and privileges.

(i) To purchase or acquire by gift, devise, bequest or otherwise, and to hold, own, use, lease, mortgage, pledge, sell, convey, assign, transfer, exchange or otherwise dispose of property of every nature and description, real, personal and mixed, or in any right or interest therein, without limit as to amount, within or without the State of Florida.

(j) To engage in the business of collection of accounts receivable belonging to any person, firm, association or corporation heretofore or hereafter engaged in any form of business enterprise, without limit as to amount, within or without the State of Florida; to contract with such other person, entity or entities to perform these functions; to do all things and engage in all activities necessary and property or incidental to the business of such person, entity or entities done in furtherance of performing such services.

(k) To enter into, make and perform contracts of every sort and description, which may be necessary or convenient to the carrying on of the business of the Corporation, with any person, firm, association, corporation, municipality, body politic, county, state or government or colony or dependency or agency thereof;

(l) To do all and everything necessary or proper for the accomplishment of the objects enumerated or necessary or incidental to the protection and benefit of the Corporation and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the Corporation, whether or not such business is similar in nature to the objects set forth herein, provided the same be not inconsistent with the laws under which the Corporation is organized.

(m) In general, to carry on any business and to have and exercise all of the powers conferred by the laws of the State of Florida upon corporations formed thereunder and to do any or all of the things hereinbefore set forth as principal, agent or

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otherwise, either along or in conjunction with others, and in any part of the world;

(n) The objects and purposes specified in the foregoing clauses of this Article II shall, except where otherwise expressed in this Article, be in no wise limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of these Articles of Incorporation, but shall be regarded as independent objects and purposes and shall be construed as powers as well as objects and purposes.

ARTICLE III STOCK

The Corporation shall be authorized to create and issue Five Hundred (500) shares of Common Stock having the par value of One Dollar (\$1.00) per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock to be issued.

ARTICLE IV CAPITAL

The amount of Capital with which this Corporation shall begin business will not be less than Five Hundred Dollars (\$500.00).

ARTICLE V CORPORATE EXISTENCE

This Corporation shall exist in perpetuity unless and until dissolved according to law.

ARTICLE VI PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation are as follows:

5189 Tennis Lane
Delray Beach, Florida 33484

The Corporation shall have the privilege of maintaining branch or other offices at other places within or without the State of Florida.

ARTICLE VII

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INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent, and the street address of the initial registered office, of this Corporation, in the State of Florida, shall be:

Christopher Lane Foltz
5189 Tennis Lane
Delray Beach, Florida 33484

ARTICLE VIII NUMBER OF DIRECTORS

The business of the Corporation shall be conducted by a Board of Directors consisting of not less than one (1) person, but it shall not be necessary for any Officer or Director of said Corporation to own stock in said Corporation.

ARTICLE IX FIRST BOARD OF DIRECTORS

The names and Post Office addresses of the members of the First Board of Directors, who shall hold office until the annual meeting of the Stockholders, to be held in the year 1999, or until their successors are elected or appointed, and have qualified, are as follows:

Christopher Lane Foltz	5189 Tennis Lane Delray Beach, Florida 33484
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ARTICLE X SUBSCRIBERS

The names and Post Office addresses of the subscribers to these Articles of Incorporation and the amount of the Capital Stock subscribed by each are as follows:

Christopher Lane Foltz	5189 Tennis Lane	250	\$250.00
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ARTICLE XI OFFICERS

The names of the Officers for the first year of the existence of this Corporation are as follows:

President/ Secretary/Treasurer	Christopher Lane Foltz 5189 Tennis Lane Delray Beach, Florida 33484
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ARTICLE XII SPECIAL PROVISIONS

(a) No contract, act or other transaction between the

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Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more Directors of the Corporation is or are interested in, or are a director or officer or are directors or officers of such other corporations, and any Director of Directors, individually or jointly, may be a party or parties to, or may be interested in any such contract, act or transaction of the Corporation, or in which the Corporation is interested, and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any Director or Directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm, association or corporation, and each and every person who may become a Director of the Corporation is hereby relieved from any liability that might otherwise exist from this contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be any wise interested. Any Director of the Corporation may vote upon any contract, act or other transaction between the Corporation and any subsidiary or controlled corporation without regard to the fact that he is also a director of such subsidiary or controlled corporation.

(b) In order to induce Officers and Directors of the Corporation to continue to serve as such and to induce others to serve as Officers and/or Directors of the Corporation or any subsidiary and in consideration for such service, the Corporation shall indemnify and hold harmless each person serving the Corporation or any subsidiary as an Officer or Director from and against any and all claims and liabilities to which he may be or become subject by reason of his being or having been such Director and/or Officer and/or by reason of his alleged acts or omissions as such Director and/or Officer as aforesaid, and shall reimburse each such person for all legal and other such expenses reasonably incurred by him in connection with defending against any such claims or liabilities, provided, however, that no Director or Officer shall be indemnified against or be reimbursed for any expenses incurred in defending against any claim or liability as to which it is adjudged that such person has been derelict in the performance of his duties or guilty of wilful misconduct. The foregoing rights of indemnification of Directors and Officers shall be in addition to all other rights to which they may be entitled by law, by the Certificates of Incorporation, by the By-Laws, or by the resolution or resolutions adopted from time to time by the Board of Directors and/or the Stockholders.

(c) The Board of Directors, in addition to choosing the President, Secretary and Treasurer of the Corporation, may choose one or more Vice Presidents, an Assistant Secretary, an Assistant Treasurer and such other Officers as the Board shall deem advisable, and such Officers shall serve for such terms and have such duties as may be determined by the Board of Directors.

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(d) The Stockholders may, in their discretion, choose a Chairman of the Board of Directors at the annual meeting of the Stockholders of the Corporation; or if the annual meeting of Stockholders is not held, at any meeting of Stockholders thereafter called pursuant to the By-Laws of the Corporation.

(e) The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute and all rights confirmed upon Stockholders herein are granted subject to this reservation.

(f) The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefore.

IN WITNESS WHEREOF, we, the undersigned, being each of the original subscribers to the foregoing Articles of Incorporation, have hereunto set our hands and seals this 18th day of December, 1998.

CHRISTOPHER LANE FOLTZ (SEAL)

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STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, the following named person, to-wit:

Christopher Lane Foltz

5189 Tennis Lane
Delray Beach, Florida 33484

to me well known and well known to me to be the person of that name described in and who executed the foregoing instrument and that he acknowledged before me that he executed the same instrument as his free and voluntary act and deed for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 18th day of December, 1998.


Notary Public, State of Florida
Print Name: James H. Rainey

My commission expires:



OFFICIAL SEAL
JAMES H. RAINEY
My Commission Expires
March 18, 2000
Comm. No. CC 536348

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DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

OF

ATLANTIC LEGAL SERVICES OF SOUTH FLORIDA, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, ATLANTIC LEGAL SERVICES OF SOUTH FLORIDA, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 5189 Tennis Lane, Delray Beach, Florida, 33484, has named CHRISTOPHER LANE FOLTZ, located thereat, as its registered agent to accept service of process within this state.

By: Christopher Lane Foltz
 CHRISTOPHER LANE FOLTZ
 Incorporator

Having been named as registered agent to accept service of process for the above-stated Corporation, at the located designated herein, I accept to act in this capacity, and agree to comply with the laws of the State of Florida applicable thereto.

By: Christopher Lane Foltz
 CHRISTOPHER LANE FOLTZ
 Registered Agent

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TALLAHASSEE, FLORIDA

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