

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P99000090143

A.T.A.P Dream Achievers
Inc

200003013292--0
-10/13/99--01018--001
*****78.75 *****78.75

- ☒ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ☒ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9 OCT 13 AM 11:14

APPROVED
AND
FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 OCT 13 AM 10:05

RECEIVED

10/13/99

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

10/13/99 9:15

**ARTICLES OF INCORPORATION
OF
A.T.A.P. Dream Achievers, Inc.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be A.T.A.P. Dream Achievers, Inc.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 7500 shares and shall have a par value of \$1.00 per share. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE V

Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares

99 OCT 13 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
FILED

authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE VIII

The number of directors of the corporation shall be fixed by the Bylaws of the corporation. The initial board of directors shall consist of five (5) directors whose names and addresses are as follows:

JOYCE S. HEWELL, Ph.D.
400 W. Main Street
Leesburg, Florida 34748

ROBERT E. HEWELL
400 W. Main Street
Leesburg, Florida 34748

GREGORY A. STEELY
4100 Masterpiece Road
Lake Wales, Florida 33853

TRACY STEELY
4100 Masterpiece Road
Lake Wales, Florida 33853

MICHAEL B. BELTON
400 West Main Street
Leesburg, Florida 34748

ARTICLE IX

The initial registered agent of the corporation is: ROBERT E. HEWELL. The street address of the corporation's initial registered office is: 400 West Main Street, Leesburg, Florida 34748.

ARTICLE X

The principal place of business and mailing address of this corporation shall be: 400 West Main Street, Leesburg, Florida 34748.

ARTICLE XI

The names and addresses of the incorporators to these Articles of Incorporation are:

JOYCE S. HEWELL, Ph.D.
400 West Main Street
Leesburg, Florida 34748

ROBERT E. HEWELL
400 West Main Street
Leesburg, Florida 34748

The undersigned incorporators have executed these Articles of Incorporation this 4th day of October, 1999.


JOYCE S. HEWELL, Ph.D., Incorporator

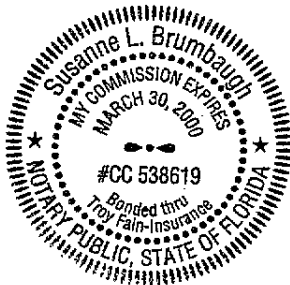

ROBERT E. HEWELL, Incorporator

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 4th day of October,

1999, by JOYCE S. HEWELL, Ph.D., ☒ who is personally known to me or ☐ who has produced _____ as identification.

My Commission Expires:



Susanne L. Brumbaugh
Notary Public/State of Florida at Large

(SEAL)

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 4th day of October, 1999, by ROBERT E. HEWELL, ☒ who is personally known to me or ☐ who has produced _____ as identification.

My Commission Expires:



Susanne L. Brumbaugh
Notary Public/State of Florida at Large

(SEAL)

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of A.T.A.P. Dream Achievers, Inc. which is contained in the foregoing Articles of Incorporation.

DATED this 4th day of October, 1999.

Robert E. Hewell

ROBERT E. HEWELL, Registered Agent