

M10VV0004171

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

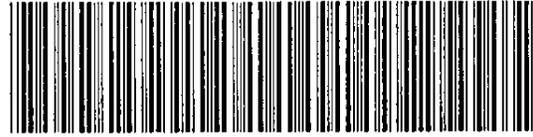
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
10 SEP 21 AM 10:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 SEP 21 PM 3:45

B. KOHR

SEP 22 2010

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 512094 4342377
AUTHORIZATION
COST LIMIT : \$ 125.00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
10-SEP-21 PM 3:45

ORDER DATE : September 16, 2010
ORDER TIME : 5:02 PM
ORDER NO. : 512094-005
CUSTOMER NO: 4342377

FOREIGN FILINGS

NAME: EQUIPMENT LEASING
INTERNATIONAL, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER: _____

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. EQUIPMENT LEASING INTERNATIONAL, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

Equilease LLC, Value Lease LLC, or EM Leasing LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. California 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 08/17/2010 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 18671 Collins Avenue, Sunny Isles, Florida 33160

(Street Address of Principal Office)

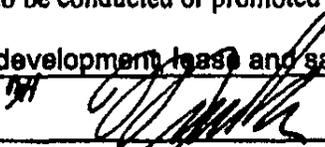
8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:
Members: Moises Shemaria, Jacobo Shemaria, Sara Capuano, and Jose Antonio Haua
Address: Paseo de los Laureles No. 458, Suite 203, Col. Bosques de Las Lomas,
CP 05120, Mexico D.F., MEXICO

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Purchase, development, lease and sale of real estate


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Moises Shemaria, Member
Typed or printed name of signee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 SEP 21 PM 3:15

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

EQUIPMENT LEASING INTERNATIONAL, LLC

If unavailable, the alternate to be used in the state of Florida is:

Equilease LLC, Value Lease LLC, or EM Leasing LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, Florida Statutes.



(Signature)

**Troy Todd
as its agent**

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

**ACTION OF THE MEMBERS
BY
UNANIMOUS WRITTEN CONSENT**

EQUIPMENT LEASING INTERNATIONAL, LLC

THE UNDERSIGNED, being the members of EQUIPMENT LEASING INTERNATIONAL, LLC, a California limited liability company (the "Company"), acting pursuant to Section 17104 of the California corporations Code (the "Act") and the Operating Agreement of the Company (the "Operating Agreement"), hereby adopt the following actions by unanimous written consent:

WHEREAS, the members desire to take certain actions by unanimous written consent to ratify the acts taken by the organizer of the Company regarding the formation of the Company and the following documents and items: (1) the Company's Articles of Organization; (2) the Operating Agreement; (3) the form seal to be used as the Company's official seal, if any; and (4) any and all other documents delivered or executed in connection with the formation of the Company (collectively, the "Formation Documents");

WHEREAS, the members believe it is in the best interest of the Company, and its members, for the Company to register to transact business in Florida and hereby wish to adopt resolutions approving such registration, and the use of an alternate name, should the name Equipment Leasing International not be available for the Company's use in Florida;

NOW THEREFORE BE IT RESOLVED, that the Formation Documents, in the form presented to the members, are hereby approved and adopted by the Company.

FURTHER RESOLVED, that all acts taken and decisions reached, as set forth in the Formation Documents are hereby ratified and approved by the members.

FURTHER RESOLVED, that all acts taken and decisions reached by Julian B. Myers, the organizer of the Company (the "Organizer"), prior to the members taking the actions described herein, are hereby ratified and approved, and the Organizer of the Company is released from all liabilities arising out of such actions and decisions.

FURTHER RESOLVED, that this Company shall save, defend, indemnify and hold harmless the Organizer, from and against any liability or expense arising in connection with the acts taken and decisions reached by the Organizer of the Company prior to the members taking the actions

described herein, or otherwise performed in connection with the formation of the Company.

FURTHER RESOLVED, that the Company is hereby authorized and directed to register to transact business in the State of Florida.

FURTHER RESOLVED, Moises Shemaria is authorized to act on behalf of the Company and execute and deliver, as necessary, and any all documents and instruments necessary or incidental to the registration of the Company in Florida, and to take any and all actions necessary or desirable in connection thereto.

FURTHER RESOLVED, Should the name "Equipment Leasing International" not be available for use by the Company in Florida as per the requirements of S. 608.406, F.S., the Company shall adopt any of the following names to transact business in the state of Florida: Equilease LLC, Value Lease LLC, or EM Leasing LLC.

RESOLVED FURTHER, that this action by unanimous written consent shall be filed in the minute book of the Company.

RESOLVED FINALLY, this written consent may be signed in counterparts, as necessary, and facsimile signatures are the equivalent of original signatures.

IN WITNESS WHEREOF, the undersigned have executed this action by unanimous written consent effective as of the date set forth below.

Date

September 15, 2010

Members

BH



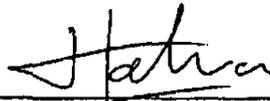
Moisés Shemaria



Jacobo Shemaria



Sara Capuano



José Antonio Haua

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME: EQUIPMENT LEASING INTERNATIONAL, LLC

FILE NUMBER: 200923110139
FORMATION DATE: 08/17/2009
TYPE: DOMESTIC LIMITED LIABILITY COMPANY
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

The records of this office indicate the entity is authorized to exercise all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of September 20, 2010.

Debra Bowen

DEBRA BOWEN
Secretary of State