CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-88[illegible] • 1-800-342-8062 • Fax (850) 222-1222

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Capital Leasing Corporation

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*****87.50 *****87.50

- ✓ 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 NOV -4 PM 3:44

RECEIVED
02 OCT 10 AM 11:57
DIVISION OF CORPORATIONS

2544
W02-29370

Signature

Requested by:
SK 10/10/02 9:18
Name Date Time

Walk-In ______ Will Pick Up ______

11-4-02

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 10, 2002

CAPITAL CONNECTION INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: CAPITAL LEASING CORPORATION
Ref. Number: W02000029370

We have received your document for CAPITAL LEASING CORPORATION and your check(s) totaling $87.50. 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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 902A00056746

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL FILE DATE

ARTICLES OF INCORPORATION

OF

ACTION AUTO LEASING CORPORATION

The undersigned incorporator, a natural person competent to contract, hereby forms a corporation for profit under the laws of the Sate of Florida.

ARTICLE I NAME OF CORPORATION

The name of the corporation shall be: ACTION AUTO LEASING CORPORATION

ARTICLE II DURATION

The duration of the corporation shall be perpetual, commencing as of the date of filing of these Articles.

ARTICLE III PURPOSE

The general purposes for which the corporation is formed are as follows:

A. To transact any other lawful business for which corporations may be formed under the Florida Corporation Act.

B. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the purposes for which the corporation is formed.

ARTICLE IV CAPITAL STOCK

A. The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having a par value of ONE (1) DOLLAR, which may be fractional shares, and which may be divided into two classes, Class A and Class B, which such classes of stock shall have identical rights and privileges except that Class B shares shall not have voting power other than as may be required by statute.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing of value, in the judgment of the board of directors, at least equivalent to the full value of the stock so issued, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash. The directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Articles.

ARTICLE V INITIAL PRINCIPAL & REGISTERED OFFICE & AGENT

The street (mailing) address of the initial principal and registered office of the corporation shall be 200 North Thornton Avenue, Orlando, Orange County, Florida 32801. The name of the registered agent at that address shall be: Randall C. Smith, Esquire.

ARTICLE VI DIRECTORS

The corporation shall have a minimum of one (1) and a maximum of five (5) directors initially. The number of directors may be increased or decreased from time to time by the by-laws but shall never be less than one (1).

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles is as follows: Randall C. Smith, Esquire, 200 North Thornton Avenue, Orlando, Florida 32801.

ARTICLE VIII PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right, upon the sale (for cash or otherwise) of any new stock of the corporation or of stock held by the corporation in its treasury or otherwise, whether or not of the same kind, class or series as that which such shareholder then holds, to purchase his or her pro-rata or any other share of stock at the same price at which it is sold to others.

ARTICLE IX AMENDMENT

These Articles may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and seal this 9th day of October, 2002.

[SEAL]
Randall C. Smith

STATE OF FLORIDA)
) ss:
COUNTY OF ORANGE)

Before me the undersigned officer, on this 9TH day of October, 2002, personally appeared Randall C. Smith, personally well known to me or satisfactorily identified by production of a Florida drivers license to be the person who executed the foregoing Articles, and who acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed and, under the penalties of perjury, that the contents thereof are true to the best of his knowledge, information, and belief.

[Seal]

Brenda W. McFarlin
Notary Public
My Commission Expires:

Brenda W. McFarlin
MY COMMISSION # CC791349 EXPIRES
November 16, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED
02 NOV -4 PM 3:45

CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAME OF REGISTERED AGENT UPON WHICH PROCESS MAY BE SERVED

This certificate is submitted in compliance with F.S.§§ 48.091 and 607.0501(3):

ACTION AUTO LEASING CORPORATION desiring to organize as a corporation under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, names the following person as its Registered Agent to accept service of process within this State: RANDALL C. SMITH, ESQUIRE, 200 North Thornton Avenue, Orlando, Orange County, Florida 32801.

Acknowledgment

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby state that I am familiar with and accept the obligations of the position, and that I agree to act in this capacity and to comply with the provisions of the said statute relative to keeping open said office.

Name: Randall C. Smith, Esquire
200 North Thornton Avenue
Orlando, Florida 32801