

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L02000022878
FILED 8:00 AM
September 04, 2002
Sec. Of State**

Article I

The name of the Limited Liability Company is:

SPECTRA EQUIPMENT LEASING PARTNERS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

20801 BISCAYNE BOULEVARD
SUITE #403
AVENTURA, FL. 33180

The mailing address of the Limited Liability Company is:

100 BISCAYNE BOULEVARD
10TH FLOOR
MIAMI, . 33132

Article III

The name and Florida street address of the registered agent is:

DAVID HALPERN
100 BISCAYNE BOULEVARD
10TH FLOOR
MIAMI, FL. 33132

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.

Registered Agent Signature: /S/ DAVID HALPERN

Article IV

The name and address of managing members/managers are:

Title: MGRM
ARIK MEIMOUN
3000 ISLAND BOULEVARD, SUITE #2001
MIAMI, FL. 33160

Title: MGRM
PANAMA RECONSTRUCTION CORP.
C/O D. PHIPPS-CITIBANK INTERNATIONAL PLC
BOX #5350, LONDON, ENGLAND, UK. W6 0WT UK

Article V

The effective date for this Limited Liability Company shall be:

09/04/2002

Signature of member or an authorized representative of a member

Signature: /S/ ARIK MEIMOUN

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