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TALLAHASSEE, FLORIDA

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2500 QUANTUM LAKES DRIVE, SUITE 203
BOYNTON BEACH, FLORIDA 33426
TELEPHONE: 561-853-2103 FACSIMILE: 561-853-2199

REPLY TO: CORAL SPRINGS

August 9, 2007

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: AI EQUIPMENT LEASING, LLC

Dear Sir/Madam:

I am enclosing the Articles Of Organization for the above referenced limited liability company to be filed with the Department of State.

Also enclosed is a check made payable to the Department of State in the amount of \$155.00 covering the filing fees for the above and the cost of a certified copy of the Articles Of Organization.

Please return the certified copy and proof of filing to me at the address indicated above.

If you have any questions, please do not hesitate to contact me.

Very truly yours,


Jeffrey B. Kahn

Encl.

**ARTICLES OF ORGANIZATION
OF
AI EQUIPMENT LEASING, LLC
a Florida Limited Liability Company**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLE I
NAME**

The name of the limited liability company is:

AI EQUIPMENT LEASING, LLC

**ARTICLE II
ADDRESS**

3504 Industrial 27th Street
Fort Pierce, FL 34946

The mailing address and street address of the principal office of the limited liability company is:

3504 Industrial 27th Street
Fort Pierce, FL 34946

**ARTICLE III
DURATION**

The period of duration for the limited liability company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV
MANAGEMENT**

The limited liability company is to be managed by one or more managers, to be appointed by the members of the Company, in the manner to be agreed upon by the members. The name of the initial sole manager of the limited liability company and his address are listed below:

Thomas A. Donnicks, Jr.
3504 Industrial 27th Street
Fort Pierce, FL 34946

The foregoing individual is to serve as the manager of the limited liability company until a successor is elected and qualified.

ARTICLE V
MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company may, pursuant to the vote of members possessing a majority of membership interests in the limited liability company, continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the limited liability company's initial registered agent are listed below:

John J. McGlynn III, Esq.
3504 Industrial 27th Street
Fort Pierce, FL 34946

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 7th day of August 2007


John J. McGlynn III, Esq.

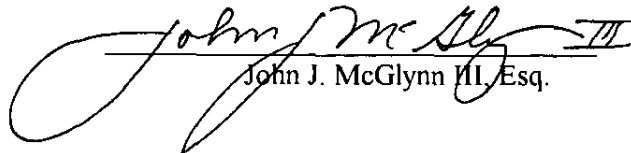
In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **AI EQUIPMENT LEASING, LLC** a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's articles of organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and the undersigned is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 7th day of August, 2007


John J. McGlynn III, Esq.

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