

PO0000070026

SPENCER & KLEIN

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

SUITE 1901  
801 BRICKELL AVENUE  
MIAMI, FLORIDA 33131

TELEPHONE (305) 374-7700  
TELECOPIER (305) 374-4890

*Transmitted via U.S. Mail*

July 3, 2000

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 21 AM 9:51

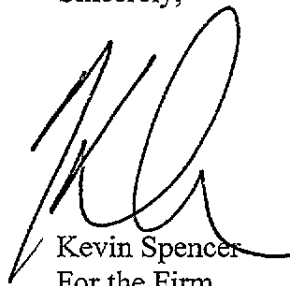
*Re: Articles of Incorporation - ~~The Whitson Company, Inc.~~*  
*File No.: 4863.00*

Dear Sir or Madam:

Please find enclosed herewith, an original and one (1) fully executed copy of the Articles of Incorporation for THE WHITSON COMPANY, INC., together with a check for \$78.75. Please return a certified copy of the Articles of Incorporation to the undersigned in the enclosed, self-addressed, stamped envelope.

Should you have any questions or concerns, please feel free to contact the undersigned.

Sincerely,



Kevin Spencer  
For the Firm

800003316158--1  
-07/07/00--01054--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Encl.

2544  
W000-173600

gf 7/24/00



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JUL 21 AM 9:51

FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 11, 2000

KEVIN SPENCER, ESQUIRE  
801 BRICKELL AVENUE  
SUITE 1901  
MIAMI, FL 33131

SUBJECT: THE WHITSON COMPANY, INC.  
Ref. Number: W00000017366

We have received your document for THE WHITSON COMPANY, INC.. However, the document has not been filed and is being returned for the following:

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 400A00038141

**ARTICLES OF INCORPORATION  
OF  
THE WHITSON LEASING GROUP, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 21 AM 9:51

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is **The Whitson Leasing Group, Inc.**, and its address is 801 Brickell Avenue, Suite 1901, Miami, Florida 33131.

**Article II**

The duration of the corporation shall be perpetual.

**Article III**

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**Article IV**

**Authorized Shares**

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**Article V**

**Registered Office and Agent**

The street address of the initial registered office of the corporation is 801 Brickell Avenue, Suite 1901, Miami, Florida 33131, and the name of the initial registered agent at such

address is KEVIN SPENCER, ESQ.

## **Article VI**

### **Directors**

The number of directors constituting the Board of Directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial Board of Directors is two (2). The names and addresses of the persons who are to serve as the members of the initial Board of Directors is:

Name: MS. KATHY WHITSON  
Address: c/o SPENCER & KLEIN, P.A.  
801 Brickell Avenue, Suite 1901  
Miami, Florida 33131

Name: MR. JEFF WHITSON  
Address: c/o SPENCER & KLEIN, P.A.  
801 Brickell Avenue, Suite 1901  
Miami, Florida 33131

## **Article VII**

### **Incorporator**

The name and address of the Incorporator is:

KEVIN SPENCER, ESQ.  
c/o SPENCER & KLEIN, P.A.  
801 Brickell Avenue, Suite 1901  
Miami, Florida 33131

## **Article VIII**

### **Indemnification**

The corporation shall indemnify each director, officer, and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any

action, suit, or proceeding in which he may be involved, by reason of his being or having been an officer, director, or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 18<sup>th</sup> day of July 2000.



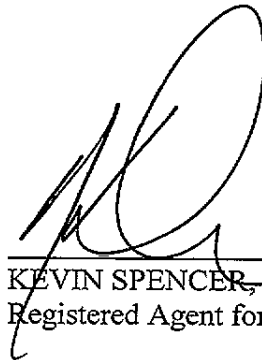
\_\_\_\_\_  
KEVIN SPENCER, ESQ.  
Incorporator

**STATEMENT OF ACCEPTANCE OF  
REGISTERED AGENT DUTIES -  
THE WHITSON LEASING GROUP, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JUL 21 AM 9:51

I, KEVIN SPENCER, ESQ., am familiar with and accept the duties and responsibilities  
of Registered Agent for THE WHITSON LEASING GROUP, INC.



\_\_\_\_\_  
KEVIN SPENCER, ESQ.  
Registered Agent for The Whitson Leasing Group, Inc.

Date 18<sup>th</sup> day of July, 2000.