

**CORPORATE
ACCESS,
INC.**

P00000083537

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Persking Auto Leasing, Inc

(CORPORATE NAME & DOCUMENT #)

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ARTICLES OF INCORPORATION

OF

PERSHING AUTO LEASING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PERSHING AUTO LEASING, INC.

The principal place of business of this corporation shall be:

at 555 NE 15 Street, Venetia Center, Suite 100, Miami, Florida 33132.

ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation is to engage in every aspect of the business of automobile leasing. This corporation may engage or transact in any or all lawful activities of the automobile leasing business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$5 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 555 NE 15 Street, Venetia Center, Suite 100, Miami, Florida, 33132 and the name of the initial registered agent of the corporation is DAVID H. NEVEL.

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ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have 2 officers and 2 directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

JOSEPH A. NEVEL	President
555 NE 15 Street	
Venetia Center, Suite 100	
Miami, Florida 33132	

DAVID H. NEVEL,	Secretary
555 NE 15 Street	
Venetia Center, Suite 100	
Miami, Florida 33132	

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

DAVID H. NEVEL
555 NE 15 Street
Venetia Center, Suite 100
Miami, Florida 33132

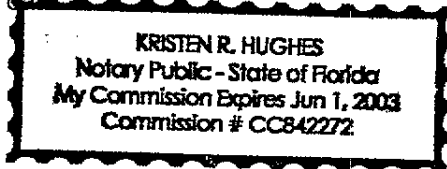
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on
this 29 day of AUGUST 2000.

By: 

DAVID H. NEVEL

STATE OF FLORIDA)
)SS
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 29 day of AUGUST 2000 by DAVID H. NEVEL who is personally known to me and did not take an oath



Kristen R. Hughes
Notary Public, State of Florida at Large

My Commission Expires:

CERTIFICATE DESIGNATION PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted for compliance with said Act:

PERSHING AUTO LEASING, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Fort Lauderdale, County of Broward, State of Florida, has named DAVID H. NEVEL, ESQ., located at 555 NE 15 Street, Venetia Center, Suite 100, Miami, Florida 33132 as its agent to accept service of process within this State.

[Signature]

Officer

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

[Signature]

DAVID H. NEVEL, ESQ.

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TALLAHASSEE, FLORIDA

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