

# 70/00010/879

*Louis Figueras*  
Certified Public Accountant  
6419 S.W. 40<sup>th</sup> Street, Suite C  
Miami, FL 33155

Phone 305 666-3617

Fax 305 666-1451

October 15, 2001

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
01 OCT 19 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed find the Articles of Incorporation of Transportation Equipment Leasing Co., Inc., which were executed on October 15th., 2001. Also, enclosed find a check in the amount of \$ 78.75 to cover incorporation charges.

If you have any questions you may contact the undersigned.

Sincerely,

*Louis Figueras*  
Louis Figueras, CPA.

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Note.--Please notify by fax (305-666-1451) the approval of the corporation. Thanks.

B. Mitchell

OCT 22 2001

Member : Florida Institute of Certified Public Accountants  
American Institute of Certified Public Accountants  
Cuban American Certified Public Accountants Association

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ARTICLES OF INCORPORATION  
OF  
TRANSPORTATION EQUIPMENT LEASING CO., INC. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, by these articles form a corporation for profit, pursuant to the laws of the State of Florida.

FIRST. The name of the corporation is Transportation Equipment Leasing Co, Inc.

SECOND. The period of duration of the corporation is perpetual.

THIRD. The purpose is to engage in any activity permitted under the laws of the United States and Florida.

FOURTH. The aggregate number of shares of Capital Stock which the Corporation has authority to issue is 5000, all of which shall be one class of common stock having a par value of \$ 1.00.

FIFTH. The address of its initial registered office is 1550 Salvatierra Drive, Coral Gables, Fl 33134, and the name of the initial register agent at such address is Enrique Yanes.

SIXTH. The initial board of directors will consist of one director, whose name and address is Enrique Yanes, 1550 Salvatierra Drive, Coral Gables, Fl 33134.

SEVENTH. The name and address of the incorporator is Enrique Yanes, 1550 Salvatierra Drive, Miami, Fl 33134.

EIGHTH. Preemptive Rights shall be as follows: each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued stock or treasury stock.

NINTH. The initial street address of the principal office of the Corporation in the State of Florida is 1550 Salvatierra Drive, Coral Gables, Fl 33134.

TENTH. The Corporation shall indemnify incorporators, officers and directors to the full extent permitted by law.

- ELEVENTH. a. The Corporation adopts all contracts made on its behalf by the before-mentioned incorporator.
- b. The Corporation authorizes its directors to reimburse the before mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation and for any and all expenses incurred in the organization and formation of the Corporation.
- c. The directors of this Corporation shall have the sole discretion to determine the expenses ffor which the before-mentioned incorporator shall be reimbursed.

TWELVE. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation Transportation Equipment Leasing Co., Inc.

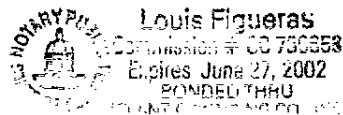
  
INCORPORATOR

STATE OF FLORIDA  
: ss  
COUNTY OF DADE;

ON THIS, 15<sup>th</sup> day of October, 2001 before me, a notary duly authorized in the State of Florida, County of Dade, personally appeared, Enrique Yanes, known to me to be the person described and who subscribed the above Articles of Incorporation, and who acknowledge that he executed the Articles of Incorporation for the purpose contained herein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

  
NOTARY PUBLIC  
STATE OF FLORIDA



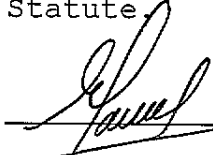
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING THE ADDRESS  
AND AGENT UPON WHOM PROCESS MAY SERVE

Transportation Equipment Leasing Co., Inc., desiring to organize as a Corporation for Profit under the laws of the State of Florida, which will have its principal office in Florida, has named Fausto Labrada, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-described corporation, at the place designated in this certificate, I agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I specifically accept the duties and obligations prescribed by Section 607.325, Florida Statute



10/14/01  
Date

STATE OF FLORIDA:

: SS

COUNTY OF DADE :

Sworn to and subscribed this, 15<sup>th</sup>. day of October, 2001.



NOTARY PUBLIC/DATE



Louis Figueras  
Commission # CC 739853  
Expires June 27, 2002  
BONDED THRU