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TRANSMITTAL LETTER

Department of State P

Division of Corpo P.O. Box 6327	orations		
Tallahassee, FL 3	32314	60006900366- -08/05/02010690 *****70.00 ******7	
SUBJECT: At	las Long-Term Equipm (proposed corp	ent Leasing Inc. porate name – must incl	
Enclosed is an orig	ginal and one(1) copy of	the articles of incorporat	ion and a check for:
S70.00 Filing Fee	S78.75 Filing Fee & Certificate	S122.50 Filing Fee, & Certified Copy	S131.25 Filing Fee, Certified Copy & Certificate
		ADDITIONAL CO	DPY REQUIRED
FROM:	AMERICAN ACCOUNTING INC. Name (printed or typed)		
	20810 WEST DIXIE HWY		O2 A SECRITALLA
	Address		H 8 1

NORTH MIAMI BEACH, FL 33180

City, State & Zip

Daytime Telephone number

305-653-7350

NOTE: Please provide the original and one copy of the articles.

nu 8/6

ARTICLES OF INCORPORATION Atlas Long-Term Equipment Leasing Inc.

FILED
02 AUG -5 AM 9: 32

<u>ARTICLE I – NAME</u>

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of the Corporation is Atlas Long-Term Equipment Leasing Inc.

<u>ARTICLE II – PURPOSE</u>

This Corporation is organized for the following purposes:

- A) To engage in equipment leasing.
- B) To purchase the corporate assets of any other Corporation and engage in the same or other character of business.
- C) To exercise all powers convenient to, incident to or necessary in the proper conduct of its business, which are granted to a corporation for profit under the Laws of the State of Florida.

ARTICLE III - STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 100 shares of Common Stock having a nominal or par value of \$1.00 per share; all shares shall be paid in lawful money of the United States of America, the just value thereof be fixed by the Board of Directors of the Corporation in the manner provided for by the laws of the State of Florida.

ARTICLE IV - DURATION

This Corporation is to exist perpetually.

ARTICLE V - REGISTERED AGENT

The registered agent shall be Herb Fine 20191 East Country Club Dr. #511 Aventura, FL 33189

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have one director. The number of directors shall either be increased or diminished from time to time by the bylaws but shall never be less than one. The Names and Addresses of the Board of Directors are:

Herb Fine

20191 East Country Club Dr # 511 Aventura, FL 33189

ARTICLE VII - INCORPORATION

The name and address of the person signing this article is: Herb Fine 20191 East Country Club Dr # 511 Aventura, FL 33189

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation This _____ day of August, 2002

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Herb Fine.

Herb Fine

IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal this day of August, 2002

STUART SOCOL

STUART SOCOL

MY COMMISSION # DD 042752

EXPIRES: July 23, 2005

Bonded Thru Nolary Public Underwriters

NOTARY PUBLIC, STATE OF FLORIDA

STATE OF FLORIDA DEPARTMENT OF STATE

CERTIFICATE DESIGNING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607 037, <u>Atlas Long-Term Equipment Leasing Inc.</u> a Corporation under the Laws of The State of Florida with its principal office located at 20810 West Dixie Highway No. Miami Beach, FL 33180 has named, Herb Fine located at 20191 East Country Club Dr # 511 Aventura, FL 33189, as its agent to accept service of process within the State.

NEWLY ELECTED OFFICERS

ADDRESS

Herb Fine-Pres

20191 East Country Club Dr # 511 Aventura, FL 33189

NEWLY ELECTED DIRECTORS

Herb Fine

ADDRESS

20191 East Country Club Dr # 511 Aventura, FL 33189

By:

laggee as Registered Agent to accept service of process; to keep office during prescribed

hours to post my Name in some conspicuous place in the office as required by law.

Filing Fees: \$3.00

REGISTERED AGENT

CRETARY OF STATE