

J. Kelly Burnette

ATTORNEY AT LAW

11060 Phillips Highway • Jacksonville, FL 32256 • Phone (904) 268-2000 • Fax (904) 260-1558

P95000010437

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

50000109775
-02/03/95--01086--013
****122.50 ****122.50

Re: American Leasing Corporation

To Whom It May Concern:

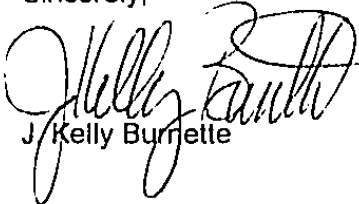
Please find enclosed the original Articles of Incorporation for American Leasing Corporation, and a money order for \$122.50 to cover the filing fees. Please send the certified copy to:

J. Kelly Burnette, Esquire
11060 Phillips Highway
Jacksonville, FL 32256

Phone: (904)268-2000
Fax: (904)260-1558

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

Sincerely,


J. Kelly Burnette

EFFECTIVE DATE

FEB 2 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -3 PM 3:21

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -3 PM 3:22

ARTICLES OF INCORPORATION
OF
AMERICAN LEASING CORPORATION

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural personS, do hereby act as an incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is American Leasing Corporation.

ARTICLE II

The existence of the corporation shall begin on February 2, 1995.

ARTICLE III

The address of the principal office of the Corporation is: 8808 Arlington Expressway, Jacksonville, Florida 32211.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 1,000,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holde.s thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 11060 Phillips Highway, Jacksonville, Florida 32256. The initial registered agent for the Corporation at that address is: J. Kelly Burnette

ARTICLE VI

The initial board of directors shall constitute of three (3) members. The names and address of the persons who will serve on the initial board of directors are:

NAME	ADDRESS
Chairman/CEO: Hogan E. Copeland, Jr.	40 Phillips Avenue

EFFECTIVE DATE

FEB 2 1995

FILED
SECRETARY OF STATE
JAN 31 1995
55 FEB -3 PM 3:22

Ponte Vedra Beach, FL 32082

Steven F. Otto

638 Remington Forest Drive
Switzerland, FL 32259

Sandi Gordon

744 Arran Court
Orange Park, FL 32073

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

NAME

ADDRESS

Hogan E. Copeland, Jr.

40 Phillips Avenue
Ponte Vedra Beach, FL 32082

Steven F. Otto

638 Remington Forest Drive
Switzerland, FL 32259

Sandi Gordon

744 Arran Court
Orange Park, FL 32073

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2 day of February, 1995

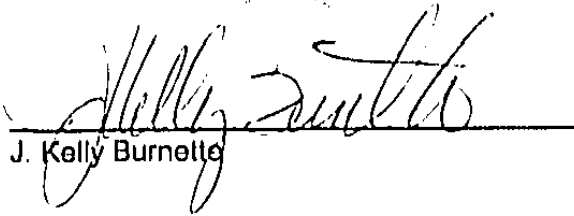

Hogan E. Copeland, Jr.


Steven F. Otto


Sandi Gordon

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for American Leasing Corporation at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


J. Kelly Burnette

Date: 2/1/95

FILED
CLERK OF STATE
95 FEB -3 PM 3:22