

P95000029124

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3094
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AUTOBANK, INC.
FAX AUDIT NUMBER: H95000003775 CURRENT STATUS: REQUESTED
DATE REQUESTED: 04/03/1996 TIME REQUESTED: 10:18:22
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H95000003775)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:11

FILED
95 APR 13 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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4/13

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95-7147

CO-FILED



FLORIDA DEPARTMENT OF STATE
Sandra M. Morham
Secretary of State

April 3, 1995

EMPIRE CORPORATION KIT COMPANY

MIAMI, FL

SUBJECT: AUTOBANK, INC.
REF: H95000007147

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
Suite 1401, The Capitol
Tallahassee, FL 32399-0350
(904) 488-1410.

Please return 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 (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000003775
Letter Number: 995A00014964

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

(3)

**ARTICLES OF INCORPORATION
EXECUTIVE LEASING INC.**

NAME

The name of the corporation is: Executive Leasing, Inc.,

PRINCIPAL OFFICE

The principal office of the corporation is: 850 N. St. Rd. 7, Plantation, FL 33317

NUMBER OF SHARES

The number of shares the corporation is authorized to issue is 100 shares with a par value of \$1.00 each.

INITIAL BOARD OF DIRECTORS

The incorporator shall hold an organizational meeting at the call of a majority of the incorporators to elect directors and complete the organization of the corporation, or may take such action without a meeting in writing as provided by law.

PREEMPTIVE RIGHTS

The Shareholders shall have the preemptive right to purchase unissued shares of the corporation.

INCORPORATOR

The name and address of each incorporator is:

Barry D. Kowitz, Esquire
8004 N.W. 15th Manor
Plantation, FL 33322

REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office is as follows:

Vickie Goldstein
850 N. St. Rd. 7
Plantation, FL 33317

FILED
SEP 13 PM 12:10
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

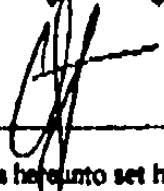
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Barry D. Kowitz, ESQ.
8004 NW 15th Manor
Plantation, FL 33322
(855) 475-8448
2 Bm NO 987 417

ACCEPTANCE

The undersigned does hereby accept his or her appointment as registered agent as set forth above.



IN WITNESS WHEREOF the undersigned incorporator has hereunto set his hand and seal on this 31 day of March, 1995.

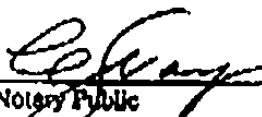


STATE OF FLORIDA

COUNTY OF BROWARD

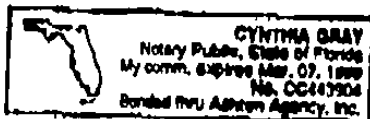
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Harry D. Kowitz to me know to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of March, 1995.



Notary Public

My Commission Expires:



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95 APR 13 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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P95000029124

THE LAW OFFICE OF
BARRY D. KOWITT

8004 N.W. 18TH MANOR
PLANTATION, FLORIDA 33322

(305) 478-8448

May 1, 1995

Amendment Section
Florida Division of Corporations
Florida Department of State
409 E. Gaines St.
Tallahassee, FL 32399

200001476072
-05/04/95--01104--003
*****87.50 *****35.00

RE: Executive Leasing, Inc.

Dear Sir/Madam:

Enclosed are the original and one signed copy of the Articles of Amendment for the above corporation.

Also enclosed is a check for \$ 87.50 to "Secretary of State" for the filing and certified copy fees. Please return the certified copy to this office on your day of filing, if at all possible. Please use the enclosed self-addressed stamped envelope for your convenience. Thank you.

If there is any further information necessary, please give me a call.

Very truly yours,


Barry D. Kowitt

FILED
95 MAY 24 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W95-9982~~

*Accepted
Kendall*

00789, 00587, 00580, 00672



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 15, 1995

BARRY D. KOWITT
8004 N.W. 15TH MANOR
PLANTATION, FL 33322

SUBJECT: EXECUTIVE LEASING, INC.
Ref. Number: P95000029124

We have received your document for **EXECUTIVE LEASING, INC.** and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

Letter Number: 495A00024871

THE LAW OFFICE OF
BARRY D. KOWITT

8004 N.W. 18TH MANOR
PLANTATION, FLORIDA 33322

(305) 475-6448

May 19, 1995

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

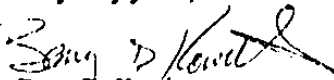
RE: Executive Leasing, Inc.

Dear Sir/Madam:

Enclosed is the letter from your office requesting changes to an Article of Amendent I had sent, along with a new Article of Amendment with the required change. Please return the certified copy to this office on your day of filing, if at all possible. I have enclosed a self-addressed stamped envelope for your convenience. Thank you.

If there is any further information necessary, please give me a call.

Very truly yours,


Barry D. Kowitt

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EXECUTIVE LEASING, INC.**

FILED
95 MAY 24 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, being the President and Secretary of Executive Leasing, Inc., a Florida Corporation, hereby certify that the following Amendment to the Articles of Incorporation was duly adopted by the Voting Members and by the Board of Trustees of the Corporation at meetings duly held by them on the 19th day of May, 1995. The number of votes cast for the amendment by the shareholders was sufficient for approval.

AMENDMENT

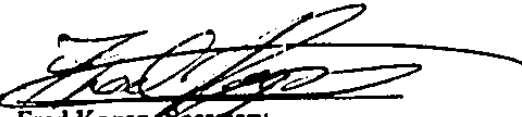
1. **NAME OF CORPORATION.** The present name of the Corporation is "Executive Leasing, Inc." The name of the Corporation is hereby changed to "Executive Autolease, Inc." Article I (Name of Corporation) of the Articles of Incorporation is amended to read as follows:

ARTICLE I. NAME

2. In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 19 day of May, 1995.


Fred Kogan, President


Fred Kogan, Secretary

P95000029124

RYAN & RYAN, P.A.
SUITE 200
700 EAST DANIA BEACH BOULEVARD
DANIA, FLORIDA 33004-3090

ARCHIE J. RYAN, III
TIMOTHY M. RYAN
CHRISTOPHER J. RYAN

TELEPHONE (954) 920-2921
FACSIMILE (954) 921-1247

March 17, 1997

Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

S00002120175--6
-03/21/97--01029--014
*****87.50 *****87.50

Re: Executive Autolease, Inc.
Document Number P95000029124

Gentlemen:

Enclosed please find an original and one copy of Articles of Amendment of Executive Autolease, Inc., together with their check number 7774, payable to the Department of State in the sum of \$87.50, in payment of the following expenses:

Filing Fee	\$35.00
Certified Copy	<u>52.50</u>
	\$87.50

Please forward a certified copy of the Articles of Amendment to the undersigned.

Very truly yours,

ARCHIE J. RYAN III

AJR-III:lm
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 21 AM 10:31

MAR 24 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAR 21 AM 10:31

ARTICLES OF AMENDMENT OF
EXECUTIVE AUTOLEASE, INC.

The following amendment to the Articles of Incorporation of
EXECUTIVE AUTOLEASE, INC. was adopted by all the stockholders of
the corporation on March 13, 1997.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be MOTORSOFT CORPORATION,
INC.

In all other respects the Articles of Incorporation remain the
same.

Dated at Plantation, Florida, this 13th day of March, 1997.


FRED ROGAN, Shareholder


FRED ROGAN, President