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101 HAY STREET
TALLAHASSEE, FL 32301
904-222-0303 FAX



FILED

95 AUG 31 PM 3:56

SEC.
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 672384 10562A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia P.

ORDER DATE : August 31, 1995

ORDER TIME : 11:53 AM

ORDER NO. : 672384

CUSTOMER NO: 10562A

CUSTOMER: Lisa Webster, Legal Assistant
FREEDMAN AND ASSOCIATES

Suite 780
11900 Biscayne Blvd.
North Miami, FL 33181

DOMESTIC FILING

NAME: B. & B. AUTO LEASING CORP.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS: _____

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*31

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ARTICLES OF INCORPORATION
OF

B. & B. AUTO LEASING CORP.

The undersigned incorporator 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:

B. & B. AUTO LEASING CORP.

The address of the principal office of this corporation shall be 11900 Biscayne Boulevard, Suite 780, North Miami, Florida 33181, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or 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 1,000 shares of common stock having \$.10 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Biljana Friedman Pres./Sec./Treas.	11900 Biscayne Boulevard, Suite 780 North Miami, Florida 33181
Robert Friedman V.Pres.	Same

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

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TALLAHASSEE

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 31, 1995.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

P95000067610

11900 BISCAYNE BOULEVARD
SUITE 780
NORTH MIAMI, FLORIDA 33181

FREEDMAN AND ASSOCIATES, P.A.

(305) 891 5852 (DADE)
(305) 523 8292 (BROWARD)
(305) 895 6276 (FAA)

October 13, 1995

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

000001612500
-10/17/95--01039--015
*****35.00 *****35.00

RE: B. & B. AUTO LEASING CORP.

TO WHOM IT MAY CONCERN:

Enclosed please find the following documents regarding the above-styled matter:

1. Statement of Change of Registered Office;
2. Check in the amount of \$35.00 for fee.

Please return a confirmation of same at your earliest convenience.

Thank you.

Very truly yours,

Sanford A. Freedman
SANFORD A. FREEDMAN
For the firm

SAF/low
encl:

BA Chg.

VS OCT 19 1995

FILED
OCT 16 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
Florida submits the following statement in order to change its registered office
or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: B. & B. AUTO LEASING CORP.

1b. Date of incorporation August 31, 1995 Document number P95000067610

2. The name and address of the current registered agent and office:
Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Sanford A. Freedman, Esquire - Freedman & Associates, P.A.
11900 Biscayne Boulevard, Suite 780, North Miami, FL 33181

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

Biljana Freedman
SIGNATURE
10/9/95
DATE

Biljana Freedman

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]

DATE

October 5, 1995

(Registered Agent)

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

LAW OFFICES
FREEDMAN AND ASSOCIATES, P.A.
10001 BAYVIEW BLVD., SUITE 200
NORTH MIAMI BEACH, FLORIDA 33156
TEL: (305) 521-5852 (DADE)
TEL: (305) 521-2992 (BROWARD)
TEL: (305) 6276 (FAA)

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October 6, 1995

Department of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

100001605401
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*****35.00 *****35.00

ATTN: AMENDMENTS SECTION

RE: B. & B. AUTO LEASING CORP.

TO WHOM IT MAY CONCERN:

Enclosed please find an original and one copy of Articles of Amendment to Articles of Incorporation, along with a check for \$35.00, regarding the above-styled matter. Please return a confirmation of same at your earliest convenience.

Your cooperation in this matter is appreciated.

Very truly yours,

Lisa O. Webster

LISA O. WEBSTER
Legal Assistant

/low
encl:

FILED
55 OCT 10 PM 3:05
TALLAHASSEE, FLORIDA

Cal

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

B. & B. AUTO LEASING CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE VI. OFFICERS

The last name of each officer shall be corrected as FREEDMAN.

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TALLAHASSEE, FLORIDA

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: _____

FOURTH: Adoption of Amendment(s) (check one)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)"

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 3rd day of October, 19 95

Signature [Signature]

(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

BILJANA FREEDMAN

Typed or printed name

Vice President

Title