

P960000/695

1/04/96 FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
(((H9600000210))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

(((H9600000210))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: J.L. LEASING GROUP INC.
FAX AUDIT NUMBER: H9600000210 CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/04/1996 TIME REQUESTED: 13:09:00
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 5, 1996

FAS-T CORP. AGENTS, INC.

MIAMI, FL

SUBJECT: J.L. LEASING, INC.
REF: W96000000361

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

The corporate name must be identical throughout the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Loria Poole
Corporate Specialist

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

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**ARTICLES OF INCORPORATION
OF
J.L. LEASING GROUP INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

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96 JAN -5 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the corporation shall be: J.L. LEASING GROUP INC.

**ARTICLE II
NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1000 shares of common stock having \$0.01 par value.

**ARTICLE IV
TERM OF EXISTENCE**

The corporation shall exist in perpetuity.

Prepared by: Juan Lazaga
235 NW 25th St.
North Miami, FL 33127
(305) 226-6221

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**ARTICLE V
INITIAL PRINCIPAL OFFICE**

The initial principal office of this corporation shall be at
235 N.W. 25 Street, Miami, Fla. 33127.

**ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE**

The inial registered agent and office of this corporation
shall be:

Juan H. Lazaga
235 N.W. 25 Street
Miami, Fla. 33127

**ARTICLE VII
DIRECTORS**

The name and address of the members of the Board of
Directors shall be:

Title	Name	Address
President	Juan H. Lazaga	235 N.W. 25 ST. Miami, Fla. 33127
Vice-President	Leonardo Gomez	1801 S.W. 94 Ave. Miami, Fla. 33165
Treasurer	Leonardo Gomez	1801 S.W. 94 Ave. Miami, Fla. 33165
Secretary	Juan H. Lazaga	235 N.W. 25 ST. Miami, Fla. 33127

**ARTICLE VIII
DISTRIBUTION OF STOCK FOR DIRECTORS**

The distribution of stock to the directors shall be:

Name	Number of shares
Juan H. Lazaga	500 Shares Common & 50% of Shares Outstanding
Leonardo Gomez	500 Shares Common & 50% of Shares Outstanding

**ARTICLE IX
INCORPORATORS**

The name and address of the incorporators of the corporation shall be:

Juan H. Lazaga
235 N.W. 25 St.
Miami, Fla. 33127

Leonardo Gomez
1801 S.W. 94 Ave.
Miami, Fla. 33165

**ARTICLE X
AMENDMENT**

The board of Directors may amend any part of The Articles of Incorporation, without shareholder action, including but not limited to the amendments permitted under 607.1002 of the Florida Business Corporation Act.

**ARTICLE XI
SPECIAL ELECTION**

The corporation expressly elects not to be governed by either 607.0901 or 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transaction and control share acquisitions.

**ARTICLE XII
PRE-EMPTIVE RIGHTS**

Each Shareholder of this corporation shall have first right to purchase shares (and securities convertible into shares) of any class, kind or series of Stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares a shareholder holds at the time of issue bears to total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within 30 days of receipt of a notice in writing from

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the corporation stating the prices, terms and conditions of this issue of share, and inviting to exercise his pro-emptive rights. This right may also be waived by affirmation written waiver submitted by the shareholder to the corporation within 30 days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3 day of January, 1996

Juan H. Lazaga
Juan H. Lazaga, Incorporator

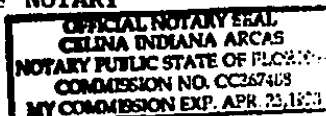
Leonardo Gomez
Leonardo Gomez, Incorporator

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGE BEFORE ME THIS 4th
DAY OF January, 1996, BY JUAN H. LAZAGA AND LEONARDO
GOMEZ WHO HAS PRODUCE F.D.L. 6520530662980 AS IDENTIFICATION
AND WHO DID(DID NOT) TAKE AN OATH. 6520428671290

Celina I. Arcas
SIGNATURE OF NOTARY

Celina I. Arcas
PRINTED NAME OF NOTARY



4/25/98
COMMISSION EXPIRES

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JGL LEASING GROUP INC.

2. The name and address of the registered agent and office is:

JUAN LAZAGA
235 NW 25 ST

NORTH MIAMI FL 33127

SIGNATURE

Juan Lazaga

TITLE

Pres.

DATE

1/4/96

96 JAN -5 PM 4:42
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

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 AGREED TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Juan Lazaga

DATE

1/4/96