

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-7171
904-222-7171 FAX

800-343-8086



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DIVISION OF CORPORATION

ACCOUNT NO. # 072100000032

REFERENCE # 795656 94509A

AUTHORIZATION # *Patricia Pijets*

COST LIMIT # \$ 70.00

ORDER DATE # January 8, 1996

ORDER TIME # 3:32 PM

ORDER NO. # 795656

CUSTOMER NO: 94509A

400001681934

CUSTOMER: Ms. Barbi A. Rodriguez
JONATHAN D. KAPLAN, ESQ

P.O. Box 21089

St. Petersburg, FL 33742

DOMESTIC FILING

NAME: OFFICIAL LEASING, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Frezeau

EXAMINER'S INITIALS:

T. BROWN JAN - 9 1996

FILED
96 JAN -8 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OFFICIAL LEASING, INC.

FILED
96 JAN -8 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

OFFICIAL LEASING, INC.

The address of the principal office of this corporation shall be 9720 Executive Center Drive North, Suite 200, St. Petersburg, Florida 33702, 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 75 shares of common stock having \$1.00 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:

Ross Reback
Pres.

9720 Executive Center Drive North,
Suite 200
St Petersburg, Florida 33702

ARTICLE VII. 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 January 8, 1996.

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

ACG/mjp



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 24, 1996

JONATHAN D. KAPLAN
P.O. BOX 21089
9720 EXECUTIVE CENTER DR. NORTH, STE.200
ST. PETERSBURG, FL 33742

SUBJECT: OFFICIAL LEASING, INC.
Ref. Number: P9600002279

We have received your document for OFFICIAL LEASING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

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) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 296A00003147

Date Filed January 11, 1996

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Official Leasing, Inc.

2. The name and address of its present registered agent is:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FLORIDA 32301-2525

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95 FEB -7 PM 1:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

Ross Reback

9720 Executive Center Drive North, Suite 200

St. Petersburg, Florida 33702

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

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

Ross Reback, President
(Typed or printed name and title)

Signature: [Signature]
(President or Vice President)

Date January 11, 1996

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 COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Ross Reback

Signature: [Signature]

Date January 11, 1996

