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TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0191 FAX

800-342-8086



P96000096711

ACCOUNT NO. : 07210000 02

REFERENCE : 169722 82009A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyjett

ORDER DATE : November 27, 1996

ORDER TIME : 10:15 AM

ORDER NO. : 169722-005

CUSTOMER NO: 82009A

800002016218--8

CUSTOMER: Mr. Steven Fisher
EXECUTIVE EQUIPMENT LEASING,
INC.
Suite 110
300 S. Pine Island Road
Plantation, FL 33324

FILED STATE
SECRETARY OF CORPORATIONS
96 NOV 27 PM 3:25

DOMESTIC FILING

NAME: BLUE SMOKE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED
96 NOV 27 PM 1:28
DIVISION OF CORPORATIONS

*51
11/27*

ARTICLES OF INCORPORATION

OF

BLUE SMOKE, INC.

RECORDED
INDEXED
96 NOV 27 PM 3:25

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:

BLUE SMOKE, INC.

The address of the principal office of this corporation shall be 7440 Southwest 20th Street, Plantation, Florida 33317, 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 1000 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 300 South Pine Island Road, Suite 110, Plantation, Florida 33324, and the name of the initial registered agent of the corporation at that address is Steven Fischer.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Kevin Smith
Dir./Pres.

7440 Southwest 10th Street
Plantation, Florida 33317

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 November 27, 1996.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

DWL

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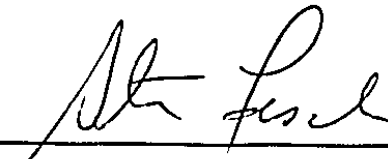
ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

I, STEVEN FISCHER, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

BLUE SMOKE, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____


STEVEN FISCHER