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TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: FLEMING, HAILE & SHAW, P.A.
076326003550

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(407)622-7603

FAX #:

EFFECTIVE DATE
4-14-97

NAME: CORPORATE LEASING SYSTEMS, INC.

AUDIT NUMBER.....H97000006124

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 15 1997

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ARTICLES OF INCORPORATION
OF
CORPORATE LEASING SYSTEMS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*LETTERING DATE
4-14-97*

The undersigned, acting as the Incorporator of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida Business Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

1. The name of the Corporation is:
CORPORATE LEASING SYSTEMS, INC.
2. The initial mailing address of the Corporation is:
11780 U.S. Highway One, Suite 300
North Palm Beach, Florida 33408
3. The Corporation shall have perpetual existence.
4. The general purpose or purposes for which the Corporation is initially organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
5. The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00), all of one class.
6. The address of the initial registered office of the Corporation is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408. The Registered Agent at that address is FHS Corporate Services, Inc., a Florida corporation.
7. The name of the Incorporator is Joshua M. Fleming and his address is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408.
8. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations.
9. The date when corporate existence shall begin shall be the 14th day of April, 1997, provided these Articles are filed with the Secretary of State within the time allowed by law.

IN WITNESS WHEREOF, the undersigned has this 14th day of April, 1997, made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.


Joshua M. Fleming, Incorporator

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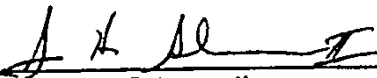
Prepared By:
Joshua M. Fleming, Fla. Bar Number 97081
Fleming, Haile & Shaw, P.A.
11780 U.S. Highway One, Suite 300
North Palm Beach, Florida 33408
(561) 627-8100

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ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Corporation. We are familiar with, and accept the obligations of, Section 607.0505 of the Florida Statutes.

FHS CORPORATE SERVICES, INC.,
a Florida corporation

By: 
James H. Schnare II,
Its President

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TALLAHASSEE, FLORIDA

Prepared By:
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