

P97000102588



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 623758 4351A

AUTHORIZATION : *Patricia Puyet*

COST LIMIT : \$ 122.50

ORDER DATE : December 5, 1997

ORDER TIME : 9:47 AM

ORDER NO. : 623758-005

000002364000--6

CUSTOMER NO: 4351A

CUSTOMER: Benjamin P. Brown, Esq  
HEINRICH GORDON HARGROVE WEIHE  
& JAMES, P.A.  
Suite 206  
140 Royal Palm Way  
Palm Beach, FL 33480

DOMESTIC FILING

NAME: LTI VEHICLE FINANCE CORP.

EFFECTIVE DATE:

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 Glisar

EXAMINER'S INITIALS:

FILED  
97 DEC -5 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 DEC -5 AM 10:59  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*me. 12/5/97*

ARTICLES OF INCORPORATION

OF

LTI VEHICLE FINANCE CORP.

FILED

97 DEC -5 AM 11: 37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:** The name of the Corporation is LTI Vehicle Finance Corp.

**SECOND:** This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the provisions of Chapter 607, Florida Statutes.

**THIRD:** This Corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.

**FOURTH:** The street address of the initial Registered Office is 140 Royal Palm Way, Suite 206, Palm Beach, Florida 33480 and the name of the initial Registered Agent of this Corporation at that address is Benjamin P. Brown, Esquire.

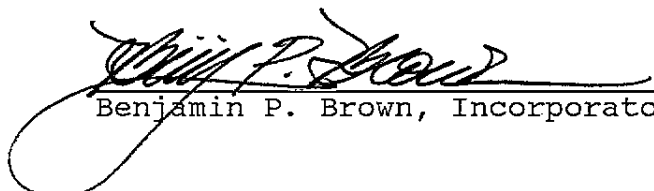
**FIFTH:** The street address of the principal office of this Corporation is c/o Leasing Technology, Inc., LTI Corporate Center, 5713 Corporate Way, Suite 200, West Palm Beach, Florida 33407.

**SIXTH:** The name and address of the Incorporator of this Corporation is Benjamin P. Brown, Esq., c/o Heinrich Gordon Hargrove Weihe & James, P.A., 140 Royal Palm Way, Suite 206, Palm Beach, Florida 33480.

**SEVENTH:** The duration of this Corporation is perpetual.

**EIGHTH:** This corporation shall have one (1) Director initially: Anthony L. Graham. The number of Directors may be increased or diminished from time to time as provided in the By-Laws of this Corporation but shall never be less than one (1).

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of December, 1997.

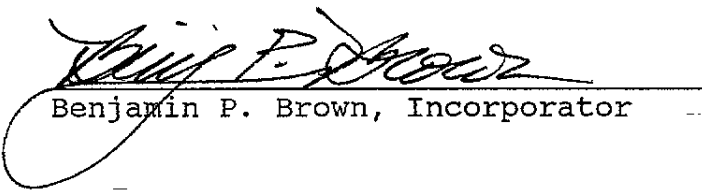
  
Benjamin P. Brown, Incorporator

BENJAMIN P. BROWN, ESQ.  
Florida Bar No. 841552  
Heinrich Gordon Hargrove Weihe & James, P.A.  
140 Royal Palm Way  
Suite 206  
Palm Beach, Florida 33480  
Telephone: (561) 655-0043  
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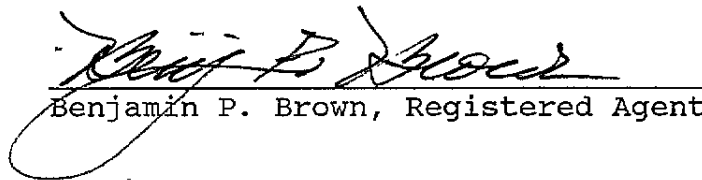
**CERTIFICATE DESIGNATING  
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

LTI Vehicle Finance Corp., desiring to organize as a corporation under the laws of the State of Florida, has designated 140 Royal Palm Way, Palm Beach, Florida 33480 as its initial Registered Office and has named Benjamin P. Brown, Esquire, located at that address as its initial Registered Agent.

  
Benjamin P. Brown, Incorporator

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said Registered Office.

  
Benjamin P. Brown, Registered Agent

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**FILED**  
97 DEC -5 AM 11: 37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA