

PREMIER LEASING, INC.

P48000014603

February 12, 1998

Michelle Milligan
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
98 FEB 13 PM 1:05
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dear Ms. Milligan:

Per our conversation of February 11, 1998, enclosed is the articles of incorporations for Premier Leasing, Inc. please process.

Thank you very much for your assistance.

Sincerely,



Diana Fink,
President

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**ARTICLES OF INCORPORATION
OF
PREMIER LEASING, Inc.**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be Premier Leasing, Inc.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida, and all acts or statutes amendatory thereof and supplemental thereto.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 3015 46th Avenue North, St. Petersburg, FL 33714.

ARTICLE IV

The number of shares of stock that this corporation is authorized to have issued is one thousand (1,000) shares of common to be issued by the corporation from time to time for such consideration as may be fixed by the board of directors. Each share of common stock shall represent one vote. Except as otherwise provided by the law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE FIVE - REGISTERED OFFICE

The address of the registered office of the proposed corporation in the State of Florida is 3015 46th Avenue North, St. Petersburg, FL 33714.

The name of the registered agent to accept service of process is Diana Fink of the aforementioned address.

ARTICLE SIX - INCORPORATORS

The name and address of the incorporator is:

Diana Fink
3015 46th Avenue North
St. Petersburg, FL 33714


ARTICLE SEVEN - BOARD OF DIRECTORS

A Board of Directors composed of one or more directors shall manage this corporation. The number of directors may be either increased or diminished from time to time by the bylaws. The names and address of the initial directors of this corporation are:

Diana Fink, President - Treasurer
3015 46th Avenue North, St. Petersburg, FL 33714

Fritzie Filides, Vice President - Secretary
3015 46th Avenue North, St. Petersburg, FL 33714

IN WITNESS WHEREOF, we have executed these Articles of Incorporation in duplicate, this 12 day of FEB, A. D., 1998.

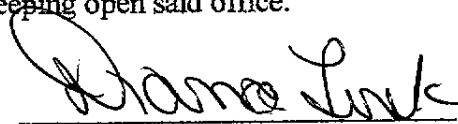

Diana Fink,

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED.**

That PREMIER LEASING, Inc., desiring to organize under the laws of the State of Florida, with its registered office at 3015 46TH Avenue North, St. Petersburg, FL 33714, as its registered agent to accept service in this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Diana Fink

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared DIANA FINK to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledge before me that they executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal, at 2145 N 34th St, St. Petersburg, FL. in the County
and State last aforesaid, this 12th day of Feb., A. D., 1998

Vikki L. McDonald
Notary Public

My Commission Expires:

