

6/11/98

FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: PINNACLE LEASING CORPORATION

AUDIT NUMBER.....H98000010920

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

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TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1998

EMPIRE

SUBJECT: TRADEWIND LEASING CORPORATION
REF: W98000013472

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THE CONFLICT IS "TRADEWINDS LEASING COMPANY, INC."

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Neyza Culligan
Document Specialist

FAX Aud. #: H98000010920
Letter Number: 398A00032803

H980000010920

ARTICLES OF INCORPORATION
OF
TRADEWIND EQUIPMENT LEASING CORPORATION

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE I - CORPORATE NAME:

The name of the corporation is TRADEWIND EQUIPMENT LEASING CORPORATION.

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE:

The street and mailing address of the principal office of this corporation shall be 3913 S.W. 67th Terrace, Miramar, Florida 33023.

ARTICLE III - CAPITAL STOCK:

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 3,000,000 shares of common stock having no par value, unlimited voting rights and an entitlement to receive the net assets of the corporation upon dissolution. Preemptive rights are also granted to the shareholders of this corporation.

ARTICLE IV - INITIAL DIRECTOR:

The name and address of the initial director of this corporation is Barry Grossman whose address is be 3913 S.W. 67th Terrace, Miramar, Florida 33023.


ARTICLE V - REGISTERED AGENT:

The name and street address of the corporation's initial registered agent is Barry Grossman whose address is be 3913 S.W. 67th Terrace, Miramar, Florida 33023.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is Barry Grossman whose address is be 3913 S.W. 67th Terrace, Miramar, Florida 33023.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing articles of incorporation.


Barry Grossman, Incorporator

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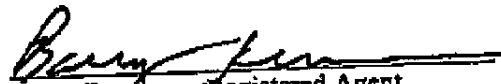
Prepared By: FBN-405957
Michael D. Morelly, Esq., Bar # 405957
1200 S. Pine Island Rd., Ste 230

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Barry Grossman whose address is bc 3913 S.W. 67th Terrace, Miramar, Florida 33023., having been designated as the Registered agent in the above and foregoing Articles of Incorporation of TRADEWIND EQUIPMENT LEASING CORPORATION is familiar with and accepts the obligations of the position of registered agent under Section 607.0505, Florida Statutes.


Barry Grossman, Registered Agent

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Prepared By:
Michael D. Morelly, Esq., Bar # 405957
1200 S. Pine Island Rd., Ste 230
Plantation, Florida 33324