The State of Texas

Secretary of State

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APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

1. Country	**United States of America**
This public document	
2. has been signed by	**BIN LU**
3. acting in the capacity of	**Notary Public, State of Texas**
4. and bears the seal/stamp of	**BIN LU,** **Notary Public, State of Texas,** **Commission Expires: 02-26-18**

CERTIFIED

5. at Austin, Texas	**6. on November 1, 2016**
7. by the Secretary of State of Texas	
8. Certificate No. 10791353	
9. Seal	**10. Signature:**

Carlos H. Cascos
Secretary of State

GF/mep

This is to certify that this copy is the exact photocopy of the original document.

Signature: Date: 10-26-2016

ORIGINAL

CAI INTERNATIONAL INC.

BIN LU
Notary Public, State of Texas
My Commission Expires
February 26, 2018

UNANIMOUS WRITTEN CONSENT
(in Lieu of Annual Meeting)
OF THE BOARD OF DIRECTORS

February 15, 2016

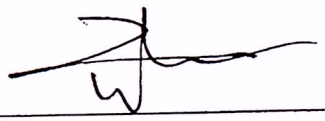
The undersigned, being all of the duly appointed and acting members of the Board of Directors (the "Board") of CAI INTERNATIONAL INC., A Texas for-profit corporation (the "Corporation"), acting pursuant to the provisions of the Texas Business Organizations Code ("TBOC"), do hereby (i) waive all requirements for calling, giving notice of, and holding an annual meeting of the Board of the Corporation, (ii) consent to and confirm the taking of the following actions by the Corporation, such written consent to be (a) evidence of the actions taken by the Board as of the date hereof; (b) filed by the Secretary of the Corporation with the minutes of the meetings of the Board; and (c) in lieu of an annual meeting of the Board, and (iii) adopt and consent to the actions contemplated by the following resolutions, effective as of the date first written above.

RESOLVED, that Mr. Zhaolin Huang, as the President of the Corporation, be, and hereby is, authorized to take such actions, to execute and deliver such documents, and to pay any fees, expenses and taxes, as may be necessary, appropriate or desirable to form, qualify, dissolve or otherwise modify any direct or indirect subsidiary of the Company, including, in Mexico (or any other entity whose equity interests are owned, directly or indirectly, by the Company or one of more its affiliates).

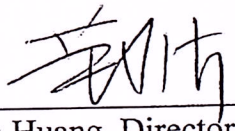
FURTHER RESOLVED, that in addition to and without limiting the foregoing, the officers of the corporation be, and each of them hereby is, authorized to take, or cause to be taken, such further action and to execute and deliver, or cause to be executed and delivered, for and in the name and on behalf of the Corporation, all such further instruments and documents as such officer, with the advice of counsel, may deem to be necessary or advisable in order to effect the purpose and intent of the foregoing resolutions and to be in the best interests of the Corporation (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments or documents, as the case may be by or under the direction of

any authorized officer), and all action heretofore taken by the officer of the corporation in connection with the subject of the foregoing resolution be, and it hereby is, approved, adopted, ratified and confirmed in all respects as the act and deed of the Corporation.

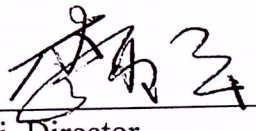
IN WITNESS WHEREOF, the undersigned has executed this Unanimous Written Consent (in Lieu of Annual Meeting) of the Board of Directors of CAI INTERNATIONAL INC.



Meisheng Qi, Director



Zhaolin Huang, Director



Qumin Li, Director

The State of Texas

Secretary of State

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CERTIFIED

5. at Austin, Texas	**6. on November 1, 2016**
7. by the Secretary of State of Texas	
8. Certificate No. 10791354	
9. Seal	**10. Signature:**

Carlos H. Cascos
Secretary of State

GF/mep

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Signature: Date: 10-26-2016

ORIGINAL

BIN LU
Notary Public, State of Texas
My Commission Expires
February 26, 2018

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF CAI INTERNATIONAL, INC.

The undersigned, directors of CAI INTERNATIONAL, INC., (the "Corporation"), in accordance with Section 6.201 of the Texas Business Organizations Code, hereby adopt the following unanimous written consent.

WHEREAS, the persons signing this consent are all the directors entitled to vote at the Corporation's Board of Directors' meetings and on the following resolutions; and

WHEREAS, the undersigned desire to take advantage of the provisions of Section 6.201 of the Texas Business Organizations Code, and execute a unanimous written consent in lieu of formally holding a Board of Directors' meeting and agree that the adoption of the following resolutions shall be valid and have the same force and effect as though such resolutions had been adopted at a formal Board of Directors' meeting; therefore, be it:

RESOLVED that,

Zhaolin Huang shall serve as the President of the Corporation;

Qumin Li shall serve as the vice President of the Corporation;

RESOLVED, further that this unanimous written consent shall have the same force and effect as a formal Board of Directors' meeting for all purposes.

The undersigned direct that this unanimous written consent be filed with the minutes of the proceedings of the Board of Directors of the Corporation.

DATED to be effective on February 15, 2016.

Meisheng Qi, Chairman

Zhaolin Huang, Director

Qumin Li, Director

The State of Texas

Secretary of State

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4. and bears the seal/stamp of	**BIN LU,** **Notary Public, State of Texas,** **Commission Expires: 02-26-18**

CERTIFIED

5. at Austin, Texas	**6. on November 1, 2016**
7. by the Secretary of State of Texas	
8. Certificate No. 10791355	
9. Seal	**10. Signature:**

Carlos H. Cascos
Secretary of State

GF/mep

ORIGINAL

UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
CAI INTERNATIONAL, INC.

The undersigned, directors of CAI INTERNATIONAL, INC., (the "Corporation"), in accordance with Section 6.201 of the Texas Business Organizations Code, hereby adopt the following unanimous written consent.

WHEREAS, the persons signing this consent are all the directors entitled to vote at the Corporation's Board of Directors' meetings and on the following resolutions; and

WHEREAS, the undersigned desire to take advantage of the provisions of Section 6.201 of the Texas Business Organizations Code, and execute a unanimous written consent in lieu of formally holding a Board of Directors' meeting and agree that the adoption of the following resolutions shall be valid and have the same force and effect as though such resolutions had been adopted at a formal Board of Directors' meeting; therefore, be it:

RESOLVED that, the following persons shall serve as the directors of the Corporation:

Meisheng Qi
Zhaolin Huang
Qumin Li

RESOVED further, that Meisheng Qi shall serve as the Chairman of the board of directors.

RESOLVED, that this unanimous written consent shall have the same force and effect as a formal Board of Directors' meeting for all purposes.

The undersigned direct that this unanimous written consent be filed with the minutes of the proceedings of the Board of Directors of the Corporation.

This is to certify that this copy is the exact photocopy of the original document.

Signature: _____ Date: 10-26-2016

BIN LU
Notary Public, State of Texas
My Commission Expires
February 26, 2018

DATED to be effective on February 15, 2016.

Meisheng Qi, Chairman

Zhaolin Huang, Director

Qumin Li, Director

The State of Texas

Secretary of State

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CERTIFIED

5. at Austin, Texas	**6. on November 1, 2016**
7. by the Secretary of State of Texas	
8. Certificate No. 10791352	
9. Seal	**10. Signature:**

Carlos H. Cascos
Secretary of State

GF/mep

Number

1

Shares

1,000

See Reverse for Certain Definitions

Incorporated under the laws of the State of Texas

CAI International, Inc.

Total Authorized Issue
1,000,000 Shares $1.00 Par Value
Common Stock

This is to certify that COSL AMERICA, INC. is the owner of

One Thousand ---------- fully paid and non-assessable shares of the above Corporation transferable only on the books of the Corporation by the holder thereof in person or by a duly authorized Attorney upon surrender of this Certificate properly endorsed.

Witness, the seal of the Corporation and the signatures of its duly authorized officers.

Dated May 11, 2006

Qumin Li
Secretary

Jian Fa Li
President

BIN LU
Notary Public, State of Texas
My Commission Expires
February 26, 2013

Signature:

Date: 10-26-2016

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CORPKIT, NEW YORK

The State of Texas

Secretary of State

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3. acting in the capacity of	**Notary Public, State of Texas**
4. and bears the seal/stamp of	**BIN LU,** **Notary Public, State of Texas,** **Commission Expires: 02-26-18**

CERTIFIED

5. at Austin, Texas	**6. on November 1, 2016**
7. by the Secretary of State of Texas	
8. Certificate No. 10791351	
9. Seal	**10. Signature:**

Carlos H. Cascos
Secretary of State

GF/mep

中华人民共和国 PEOPLE'S REPUBLIC OF CHINA

PASSPORT FOR PUBLIC AFFAIRS



CHINA

持照人签名/Signature of bearer

黄兆林

类别/Type: P

签发国代码/Country code: CHN

护照号码/Passport No.: PE0829369

姓名/Name

黄兆林

HUANG, ZHAOLIN

性别/Sex: 男/M

国籍/Nationality: 中国/CHINESE

出生日期/Date of birth: 01 DEC 1964

出生地点/Place of birth: 广东/GUANGDONG

签发日期/Date of issue: 11 JAN 2016

签发地点/Place of issue: 北 京/BEIJING

有效期至/Date of expiry: 11 JAN 2021

签发机关/Authority: 外交部/MINISTRY OF FOREIGN AFFAIRS

EIN LU
Notary Public, State of Texas
My Commission Expires
February 26, 2018

This is to certify that this copy if the exact photocopy of the original document.

Signature:

Date: 10-26-2016

PPCHNHUANG<<ZHAOLIN<<<<<<<<<<<<<<<<<<<<<<<<<<<<<<

PE08293696CHN6412010M2101118LLMGNFNHMBNGA910

CONSENTIMIENTO UNÁNIME POR ESCRITO DEL CONSEJO DE ADMINISTRACIÓN DE CAI INTERNATIONAL, INC.

LIC. JAIME ANTONIO BOETA TOUS
ESTADO DE CAMPECHE
CIUDAD DEL CARMEN, CARMEN, CAMP.
NOTARIA PUBLICA No. 12

Los firmantes, directores de CAI INTERNATIONAL, INC., (la "Corporación"), de conformidad con la sección 6.201 del Código de Organizaciones Comerciales de Texas, por este medio adoptan el presente consentimiento unánime por escrito.

POR CUANTO, las personas que firman este consentimiento son todos los directores con derecho a voto en las reuniones del Consejo de Administración de la Corporación y en las siguientes resoluciones; y

POR CUANTO, los firmantes desean tomar ventaja de las disposiciones de la sección 6.201 del Código de Organizaciones Comerciales de Texas, y ejecutar un consentimiento por escrito unánime en lugar de sesionar formalmente una reunión del Consejo de Administración y acuerdan en que la adopción de las siguientes resoluciones será válida y tendrá la misma fuerza y efecto como si tales resoluciones se hayan adoptado en una junta formal del Consejo de Administración; por lo tanto, séase:

COPIA

RESUELTO que, las siguientes personas servirán como los Directores de la Corporación:

Meisheng Qi
Zhaolin Huang
Qumin Li

RESUELTO además, que Meisheng Qi actuará como el Presidente del Consejo de Administración.

RESUELTO, que este consentimiento unánime por escrito tendrá la misma fuerza y efecto que una junta formal del Consejo de Administración para todos los propósitos.

Los firmantes dirigen que este consentimiento unánime por escrito sea archivado con el acta de las deliberaciones del Consejo de Administración de la Corporación,.

FECHADO para ser efectivo el 15 de Febrero de 2016.

----------FIRMA----------

_____

Meisheng Qi, Presidente

----------FIRMA----------

_____

Zhaolin Huang, Director

----------FIRMA----------

_____

Qumin Li, Director

CONSENTIMIENTO UNÁNIME POR ESCRITO DEL CONSEJO DE ADMINISTRACIÓN DE CAI INTERNATIONAL, INC.

LIC. JAIME ANTONIO BOETA TOUS
ESTADO DE CAMPECHE
CIUDAD DEL CARMEN, CARMEN, CAMP.
NOTARIA PUBLICA No. 12

Los firmantes, directores de CAI INTERNATIONAL, INC., (la "Corporación"), de conformidad con la sección 6.201 del Código de Organizaciones Comerciales de Texas, por este medio adoptan el presente consentimiento unánime por escrito.

POR CUANTO, las personas que firman este consentimiento son todos los directores con derecho a voto en las reuniones del Consejo de Administración de la Corporación y en las siguientes resoluciones; y

POR CUANTO, los firmantes desean tomar ventaja de las disposiciones de la sección 6.201 del Código de Organizaciones Comerciales de Texas, y ejecutar un consentimiento por escrito unánime en lugar de sesionar formalmente una reunión del Consejo de Administración y acuerdan en que la adopción de las siguientes resoluciones será válida y tendrá la misma fuerza y efecto como si tales resoluciones se hayan adoptado en una junta formal del Consejo de Administración; por lo tanto, séase:

COTEJADO

RESUELTO que,

Zhaolin Huang actuará como Presidente de la Corporación;

Qumin Li actuará como Vicepresidente de la Corporación;

RESUELTO, además que este consentimiento unánime por escrito tendrá la misma fuerza y efecto que una junta formal del Consejo de Administración para todos los propósitos.

Los firmantes dirigen que este consentimiento unánime por escrito sea archivado con el acta de las deliberaciones del Consejo de Administración de la Corporación,.

FECHADO para ser efectivo el 15 de Febrero de 2016.

----------FIRMA----------

Meisheng Qi, Presidente

----------FIRMA----------

Zhaolin Huang, Director

----------FIRMA----------

Qumin Li, Director

LIC. JAIME ANTONIO BOETA TOUS
ESTADO DE CAMPECHE
CIUDAD DEL CARMEN, CAMP.
NOTARIA PUBLICA No. 12

COTEJADO

CAI INTERNATIONAL INC.

CONSENTIMIENTO POR ESCRITO UNÁNIME
(en Lugar de la Reunión Anual)
DEL CONSEJO DE ADMINISTRACIÓN

15 de Febrero de 2016

Los firmantes, siendo todos los debidamente designados y los miembros del Consejo de Administración (el "Consejo") de CAI INTERNATIONAL INC., una corporación de Texas con fines de lucro (la "Corporación"), actuando de conformidad con las disposiciones del Código de Organizaciones Comerciales de Texas ("TBOC"), por este medio (i) renuncian a todos los requerimientos para convocar, notificar, y sesionar una reunión anual del Consejo de la Corporación, (ii) consienten y confirman la siguiente toma de acciones por la Corporación, dicho consentimiento por escrito para ser (a) evidencia de las acciones emprendidas por el Consejo a partir de la fecha del presente documento; (b) archivado por el Secretario de la Corporación con las actas de las reuniones del Consejo; y (c) en lugar de una reunión anual del Consejo; y (iii) adoptan y dan su consentimiento a las acciones contempladas por las siguientes resoluciones, efectivas a partir de la fecha mencionada anteriormente:

SE RESUELVE, que el Sr. Zhaolin Huang, como Presidente de la Corporación, sea, y por este medio es, autorizado para tomar dichas acciones, ejecutar y entregar dichos documentos, y para pagar cualquier cuota, gasto e impuesto, que pueda ser necesario, adecuado o deseable para formar, calificar, disolver o de otro modo modificar cualquier filial directa o indirecta de la Compañía, incluyendo, en México (o cualquier otra entidad cuyos intereses de patrimonio son propiedad, directa o indirectamente, de la Compañía o uno o más de sus filiales);

SE RESUELVE ASIMISMO, que además y sin perjuicio de lo anterior, los funcionarios de la Corporación sean, y cada uno de ellos por este medio, autorizados a tomar, o hacer que se tomen, las medidas adicionales y a ejecutar y entregar, o hacer que se ejecuten y entreguen, para y en nombre y en representación de la Corporación, todos los demás instrumentos y documentos que como funcionario, con el asesoramiento de un abogado, considere necesario o conveniente con el fin de efectuar el propósito e intención de los precedentes y estar en los mejores intereses de la Corporación (como concluyente reconocido mediante la adopción de tales medidas o la ejecución y entrega de dichos instrumentos o documentos, como sea el caso, por o bajo la dirección de cualquier funcionario autorizado) y toda

acción hasta ahora tomada por el funcionario de la Corporación en relación con el tema de los acuerdos precedentes sea, y por este medio es, aprobada, adoptada, ratificada y confirmada en todos los aspectos como el acto y obra de la Corporación.

EN FE DE LO CUAL, los firmantes han ejecutado este Consentimiento Unánime por Escrito (en lugar de la Reunión Anual) del Consejo de Administración de CAI INTERNATIONAL INC.

----------FIRMA----------

_____

Meisheng Qi, Presidente

----------FIRMA----------

_____

Zhaolin Huang, Director

----------FIRMA----------

_____

Qumin Li, Director

Número

1

Acciones

1,000

Constituida bajo las leyes de Texas

CAI International, Inc.

Emisión Total Autorizada

1,000,000 Acciones con Valor Nominal de $1.00
Acciones Ordinarias

El presente es para certificar que COSL AMERICA, INC. es la dueña de Un Mil ---------- acciones totalmente pagadas y liberadas de la Corporación mencionada anteriormente transferibles sólo en los libros de la Corporación por el titular en persona o por un apoderado debidamente autorizado a la entrega de este Certificado debidamente endosado.

Testifican, el sello de la Corporación y las firmas de sus funcionarios debidamente autorizados.

Fechado 11 de Mayo de 2006

Qumin Lin
Secretario

Jian Fa Li
Presidente

COTEJADO

LIC. JAIME ANTONIO BOSTOS DEL CARPIO NOTARIA PUBLICA No. 17 CIUDAD DEL CARMEN, CAMP.