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Division of Corporations

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## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

### Electronic Filing Cover Sheet

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To: Division of Corporations  
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From: Account Name : EDWARDS & ANGELL  
Account Number : 075410001517  
Phone : (561) 833-7700  
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TALLAHASSEE, FLORIDA

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## FOREIGN PROFIT QUALIFICATION

AUTOPARTNER (DE), INC.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 4, 2000

EDWARDS & ANGELL

SUBJECT: AUTOPARTNER, INC.  
REF: W00000024127

*See we need  
10/4/00  
date.  
Thanks*

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please correct your application so that the name in line 1 matches your certificate from Delaware. The only place your adopted name should appear is on the name resolution itself.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist

FAX Aud. #: H00000052520  
Letter Number: 400A00052683

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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STATE OF FLORIDA  
TALLAHASSEE

*corrected  
1st line*

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The following are resolutions adopted by the Board of AutoPartner, Inc., a Delaware corporation, in connection with the use of an alternate name by the Corporation in the State of Florida:

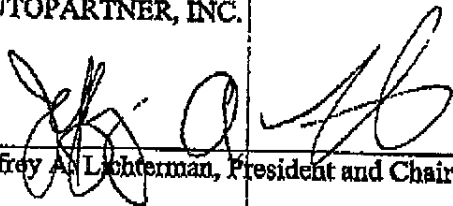
RESOLVED: That the corporation desires to file an Application by Foreign Corporation for Authorization to Transact Business in Florida;

RESOLVED: That a corporation already exists in the State of Florida with a similar name;

RESOLVED: That in order to obtain authorization to transact business in Florida, the corporation adopts the alternate name "AutoPartner (DE), Inc." for use in the State of Florida.

DATED: October 4, 2000

AUTOPARTNER, INC.

  
Jeffrey A. Lichterman, President and Chairman

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TALLAHASSEE FLORIDA

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A  
FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. AUTOPARTNER, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 52-2257194

(FEI number, if applicable)

4. April 28, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing.

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4047 Okeechobee Boulevard, Suite 212, West Palm Beach, Florida 33409

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Angell Corporate Services, Inc.

Office Address: 250 Royal Palm Way, Ste. 300

Palm Beach, Florida 33480

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

ANGELL CORPORATE SERVICES, INC.

(Registered agent's signature)

Jonathan E. Cole, President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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PA3-78627

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable) Chairman: Address:**

Chairman: See Attached List

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: See attached List

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

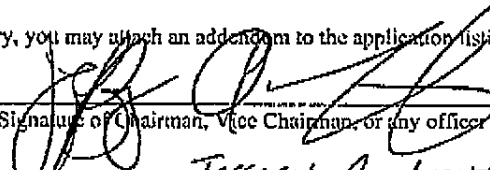
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JEFFREY A. LICHTENMAN Pres/CEO  
(Typed or printed name and capacity of person signing application)

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable) Chairman: Address:**

Chairman: Jeffrey A. Lichterman

Address: 4047 Okeechobee Boulevard, Suite 212, West Palm Beach, Florida 33409

Director: Jim Wright

Address: 4047 Okeechobee Boulevard, Suite 212, West Palm Beach, Florida 33409

Director: Gordon A. Ulsh

Address: 4047 Okeechobee Boulevard, Suite 212, West Palm Beach, Florida 33409

Director: Michael D. Newton

Address: 4047 Okeechobee Boulevard, Suite 212, West Palm Beach, Florida 33409

Director: Charles J. Hazlett

Address: 4047 Okeechobee Boulevard, Suite 212, West Palm Beach, Florida 33409

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Jeffrey A. Lichterman

Address: 4047 Okeechobee Boulevard, Suite 212, West Palm Beach, Florida 33409

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUTOPARTNER, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF OCTOBER, A.D. 2000.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



*Edward J. Freel*  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0715644

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DATE: 10-04-00

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