

Document Number Only

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

CORPORATION(S) NAME

300003478383--4

-11/28/00--01047--015

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Ugly Duckling Car Sales, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merge
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

11/28/00

Order#:

Ref#:

Amount:\$

FILED  
NOV 28 PM 1:11  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
STATE OF FLORIDA  
DIVISION OF REVENUE

NOV 23 AM 10:41

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**Consent to Use of Corporate Name by Affiliate Corporation**

Ugly Duckling Car Sales Florida, Inc., a Florida corporation, ("UDCS Florida") is a wholly owned subsidiary of Ugly Duckling Car Sales, Inc., an Arizona corporation ("UDCS Arizona"). UDCS Florida hereby consents to the filing of the Application by Foreign Corporation for Authorization to Transact Business in Florida by UDCS Arizona, attached hereto as "Exhibit A." UDCS Arizona may only and will only do business in Florida and begin to use the name "Ugly Duckling Car Sales" after UDCS Florida had either discontinued its operations or merged into UDCS Arizona.

Acknowledged, consented and agreed to this 27 day of November 2000.

Ugly Duckling Car Sales Florida, Inc.  
a Florida corporation

By: [Signature]

Name: Jon D. Ehlinger

Its: Secretary

Ugly Duckling Car Sales, Inc.  
an Arizona corporation

By: [Signature]

Name: Gregory B. Sullivan

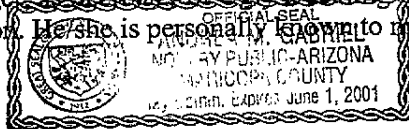
Its: President

STATE OF ARIZONA )

)ss

COUNTY OF MARICOPA )

The foregoing instrument was acknowledged before me this 27 day of November, 2000 by Jon D. Ehlinger, as Secretary of Ugly Duckling Car Sales Florida, Inc., a Florida corporation, on behalf of the corporation. He/she is personally known to me or has produced n/a as identification.



[Signature]  
Notary Public

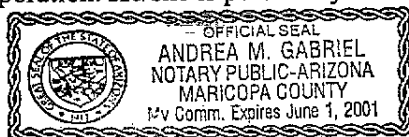
Andrea M. Rushton (Gabriel)  
Name typed, printed or stamped

STATE OF ARIZONA )

)ss

COUNTY OF MARICOPA )

The foregoing instrument was acknowledged before me this 27 day of November, 2000 by Gregory B. Sullivan, as President of Ugly Duckling Car Sales, Inc., an Arizona corporation, on behalf of the corporation. He/she is personally known to me or has produced n/a as identification.



[Signature]  
Notary Public

Andrea M. Rushton (Gabriel)  
Name typed, printed or stamped

**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. Ugly Duckling Car Sales, 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. Arizona 3. 86-0683232  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 11, 1991 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Approximately February 1, 2001  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2525 East Camelback Road, Suite 500  
Phoenix, Arizona 85016  
(Current mailing address)

8. Used Car Sales and Finance  
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(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.*

C T Corporation System  
By: [Signature]  
(Registered agent's signature)  
Candice Maerz, Asst. Secy.

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)

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

Chairman: Gregory B. Sullivan

Address: 2525 East Camelback Road, Suite 500

Phoenix, Arizona 85016

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

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

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

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

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

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

President: Gregory B. Sullivan

Address: 2525 East Camelback Road, Suite 500

Phoenix, Arizona 85016

Vice President: Jeff Stang

Address: 2525 East Camelback Road, Suite 500

Phoenix, Arizona 85016

Secretary: Jon D. Ehlinger

Address: 2525 East Camelback Road, Suite 500

Phoenix, Arizona 85016

Treasurer: Gregory B. Sullivan

Address: 2525 East Camelback Road, Suite 500

Phoenix, Arizona 85016

**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. Jon D. Ehlinger, Secretary

(Typed or printed name and capacity of person signing application)

# STATE OF ARIZONA



Office of the  
**CORPORATION COMMISSION**

*To all to whom these presents shall come, greeting:*

*I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that*

**\*\*\*UGLY DUCKLING CAR SALES, INC.\*\*\***

*a domestic corporation organized under the laws of the state of Arizona, did incorporate on June 11, 1991.*

*I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.*

IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed the official seal  
of the Arizona Corporation Commission.  
Done at Phoenix, the Capitol, this  
20th day of November, 2000, A. D.



*[Signature]*  
Executive Secretary

BY: *[Signature]*

FILED  
00 NOV 28 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA