

F0200000 3859

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DriverShield Corp.
(Name of corporation - must include suffix)

300006720863--4
-07/29/02--01089--003
*****78.75 *****78.75

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Michael Rothman, Esq.
(Name of Person)
Rothman & Tobin, P.A.
(Firm/Company)
11900 Biscayne Blvd., Suite 740
(Address)
Miami, Florida 33181
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Should you need to call someone concerning this matter, please call:

Michael Rothman at (305) 895-3225
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

F02-3859
JC

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. DriverShield Corp.
(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. New York 3. 11-2754012
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1983 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3075 Veterans Memorial Highway, Ronkonkoma, NY 11779
(Principal office address)

3075 Veterans Memorial Highway, Ronkonkoma, NY 11779
(Current mailing address)

8. Auto insurance claims management
(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: Michael Rothman

Office Address: 11900 Biscayne Blvd., Suite 740

Miami, Florida 33161
(City) (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.


(Registered agent's signature)

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Barry Siegel
 Address: 3075 VETERANS Memorial Hgwy
Ronkonkoma NY 11779

Director
 Vice-Chairman: Kenneth Friedman
 Address: 3075 VETERANS Memorial Hgwy
Ronkonkoma NY 11779

Director: B. J. Spiegel
 Address: 3075 VETERANS Memorial Hgwy
Ronkonkoma NY 11779

Director: John M. McIntyre
 Address: 3075 VETERANS Memorial Hgwy
Ronkonkoma NY 11779

B. OFFICERS

COO
 President: GERALD ZUTZER
 Address: 3075 VETERANS Memorial Hgwy
Ronkonkoma NY 11779

Vice President: B. J. Spiegel
 Address: 3075 Veterans Memorial Hgwy
Ronkonkoma, NY 11779

Secretary: Barry Siegel
 Address: 3075 VETERANS Memorial Hgwy Ronkonkoma NY 11779

Treasurer: Philip B. Kart
 Address: 3075 VETERANS Memorial Hgwy Ronkonkoma NY 11779

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

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

14. Phil B. Kart
 (Typed or printed name and capacity of person signing application)

**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of DRIVERSHIELD CORP. was filed on 06/28/1985, under the name of UNISEARCH, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment UNISEARCH, INC., changing its name to NATIONAL FLEET GROUP, INC., was filed 07/09/1986.

A Certificate of Amendment NATIONAL FLEET GROUP, INC., changing its name to FIRST PRIORITY GROUP, INC., was filed 03/16/1988.

A Certificate of Amendment FIRST PRIORITY GROUP, INC., changing its name to DRIVERSSHIELD.COM CORP., was filed 10/27/2000.

A Certificate of Amendment DRIVERSSHIELD.COM CORP., changing its name to DRIVERSHIELD CORP., was filed 02/07/2002.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 12th day of July
two thousand and two.*

A handwritten signature in black ink, appearing to read "Randy D. ...", is written over a horizontal line.

Secretary of State