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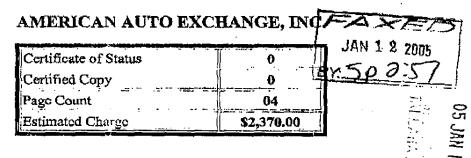
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Florida Dept of State



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

January 13, 2005

FLORIDA FILING & SEARCH SERVICES

SUBJECT: AMERICAN AUTO EXCHANGE, INC.

REF: W05000001927

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.

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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.

	able in Florida, enter alternate corporate n	ono	adopted for the purpose of transacting busines	s in Florida)
Texas		_3.	75-2942159	
State or country	under the law of which it is incorporated)		(FEI number, if applicable)	
June 4, 2001		5.	Perpetual	
(Date	of incorporation)		(Duration: Year corp. will cease to exist or	"perpetual")
September 23	, 2003		· <u>-</u>	
			Florida, if prior to registration) 02, F.S., to determine penalty liability)	
5001 Spring Va	lley Road, Suite 1135E, Dallas, Texas	75	244	
	(Principal office	edd	CSS)	
5001 Spring Va	lley Road, Suite 1135E, Dallas, Texas	75	244	
and vehicle	acquisition and disposal,	ind in	es) used car operations, invento cluding consolidated appraisa nd real-time online buy and s	l and veh
and vehicle	stem for streamlining new a acquisition and disposal,	ind in	used car operations, invento cluding consolidated appraisa od real-time online buy and s	l and veh
and vehicle valuation. (Purpose)	stem for streamlining new as acquisition and disposal, inventory decision support, of corporation amborized in home state of	ind in spr co	used car operations, invento cluding consolidated appraisa nd real-time online buy and s untry to be carried out in state of Florida)	l and veh
and vehicle valuation. (Purpose)	stem for streamlining new a acquisition and disposal, inventory decision support.	ind in spr co	used car operations, invento cluding consolidated appraisa nd real-time online buy and s untry to be carried out in state of Florida)	l and veh
and vehicle valuation. (Purpose) Name and street Name:	stem for streamlining new as acquisition and disposal, inventory decision support, of cosporation authorized in home state of address of Florida registered agent: (ind in spr co	used car operations, invento cluding consolidated appraisa nd real-time online buy and s untry to be carried out in state of Florida)	l and veh
and vehicle valuation. (Furpose) Name and are:	stem for streamlining new as acquisition and disposal, inventory decision support. of corporation authorized in home state of address of Florida registered agent: (Capitol Corporate Services, Inc.	ind in spr co	used car operations, inventor cluding consolidated appraisand real-time online huy and succeptable) Box NOT acceptable)	l and veh
and vehicle valuation (Furpose) Name and street	stem for streamlining new as acquisition and disposal, inventory decision support. of cosporation authorized in home state of address of Florida registered agent: (Capitol Corporate Services, Inc. 1333 North Duval Street	ind in spr co	used car operations, invento cluding consolidated appraisa nd real-time online buy and s untry to be carried out in state of Florida)	l and veh

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 business addresses of officers and/or directors:

Unc normaga743

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A. DIRECTO	
Chairman: Sec	atisched sheet
Mhr.	
ice Chairman:	
lirector [,]	
AMICON,	
ddress:	
	Attached sheet
ice President:	
ddress:	
cretary:	
	•
	essary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Director or Officer listed in number 12 of the application)
David L. W	/hite, Chief Financial Officer

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AMERICAN AUTO EXCHANGE, INC.

OFFICERS AND DIRECTORS

OFFICERS

Name	Title	Address
Brad Peters	Chairman of the Board	5001 Spring Valley Road, Suite 1135E Dallas, Texas 75244
Bruce T. Thompson	Chief Executive Officer and President	5001 Spring Valley Road, Suite 1135E Dallas, Texas 75244
David L. White	Chief Financial Officer, Chief Operating Officer, Treasurer and Secretary	5001 Spring Valley Road, Suite 1135E Dallas, Texas 75244
Mark Rankin	Chief Technology Officer	5001 Spring Valley Road, Suite 1135E Dallas, Texas 75244
Betty Rankin	Executive Vice President	5001 Spring Valley Road, Suite 1135E Dallas, Texas 75244

DIRECTORS

Name	Address
Brad Peters	5001 Spring Valley Road, Suite 1135E Dallas, Texas 75244
D. Michael Hockett	1919 S. Post Road Indianapolis, Indiana 46239
Bruce T. Thompson	5001 Spring Valley Road, Suite 1135E Dallas, Texas 75244
David L. White	5001 Spring Valley Road, Suite 1135B Dallas, Texas 75244

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Corporations Section P.O.Box 13697 Austin, Texas 78711-3697



Geoffrey S. Connor Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for AMERICAN AUTO EXCHANGE, INC. (filing number: 163126000), a Domestic Business Corporation, was filed in this office on June 04, 2001.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Scal of State at my office in Austin, Texas on January 10, 2005.



Geoffrey S. Connor Secretary of State

Phone: (512) 463-5555 Prepared by: SOS-WEB Come visit us on the internet at http://www.sos.state.tx.us/ Fax: (512) 463-5709

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