

MAR. 17. 2009

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NO. 982

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

RECEIVED
DEPARTMENT OF STATE
09 MAR 17 PM 3:33

FOREIGN PROFIT/NONPROFIT CORPORATION

AUTOMOTIVE WARRANTY SERVICES, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 06 |
| Estimated Charge | \$70.00 |

2009 MAR 17 AM 11:39
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TALLAHASSEE, FLORIDA

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J. Shivers MAR 18 2009



the warranty group™

automotive warranty services of florida, inc.

March 17, 2009

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Consent to use of similar name

Automotive Warranty Services of Florida, Inc., a Florida corporation currently in good standing with the Florida Division of Corporations, hereby consents to the use of the name "Automotive Warranty Services, Inc." to the Delaware company of the same name within the State of Florida.

Both companies are affiliated with TWG Warranty Group, Inc. and the undersigned is an officer of Automotive Warranty Services, Inc., Automotive Warranty Services of Florida, Inc. and TWG Warranty Group, Inc.

Regards,

Ronald D. Markovits
Secretary

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TALLAHASSEE, FLORIDA

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the warranty group

TWG Warranty Group, Inc.

March 17, 2009

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Consent to use of similar name

TWG Warranty Group, Inc. (the "Company") is the sole stockholder and owner of Automotive Warranty Services, Inc., a Delaware corporation. Automotive Warranty Services, Inc. desires to qualify to do business in Florida. Automotive Warranty Services of Florida, Inc. is a Florida corporation currently active and in good standing with the Florida Department of State. The Company is also the sole stockholder and owner of Automotive Warranty Services of Florida, Inc.

It is the desire of the Company, as owners of Automotive Warranty Services, Inc. and Automotive Warranty Services of Florida, Inc., that both be allowed to operate in the State of Florida under their respective names. Attached are the stock certificates for Automotive Warranty Services, Inc. and Automotive Warranty Services of Florida, Inc. in an effort to show the ownership relationship between the companies. Further evidence of the connection between the companies is the fact that the undersigned currently serves as an officer and director of the Company, Automotive Warranty Services, Inc. and Automotive Warranty Services of Florida, Inc.

Also attached is a letter from Automotive Warranty Services of Florida, Inc. consenting to the use of a similar name by Automotive Warranty Services, Inc. If you have any question, please feel free to contact me at (312) 356-3020 or Matthew Knapp at (312) 356-2596.

Regards,

Ronald D. Markovits
Vice President & Secretary

**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. Automotive Warranty Services, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 36-2929627

(FEI number, if applicable)

4. July 13, 1977

(Date of incorporation)

5. Perpetual

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

6. March 18, 2009

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604

(Principal office address)

175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604

(Current mailing address)

8. To engage in any lawful act or activity for which corporation may be qualified.

(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 NOT acceptable)

Name: **Corporation Service Company**

Office Address: **1201 Hays Street**

Tallahassee

(City)

Florida 32201

(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)

**Sue G. Knight
as its agent**

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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SECRETARY OF STATE

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

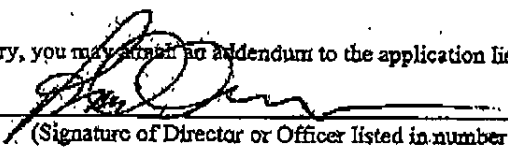
A. DIRECTORS

Chairman: David L. ColeAddress: 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604Vice Chairman: Mark H. MishlerAddress: 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604Director: Ronald D. MarkovitsAddress: 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604Director: John H. SerafinAddress: 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604

B. OFFICERS

President: Mark H. MishlerAddress: 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604Vice President: John H. SerafinAddress: 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604Secretary: Ronald D. MarkovitsAddress: 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604Treasurer: Kevin P. DiamondAddress: 175 W. Jackson Blvd., 11th Floor, Chicago, Illinois 60604

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

13. 
(Signature of Director or Officer listed in number 12 of the application)14. Ronald D. Markovits, Vice President & Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUTOMOTIVE WARRANTY SERVICES, 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 SEVENTEENTH DAY OF MARCH, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AUTOMOTIVE WARRANTY SERVICES, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF JULY, A.D. 1977.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

0840922 8300

090274603



You may verify this certificate online
at corp.delaware.gov/authvar.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7191476

DATE: 03-17-09