

F10000003910

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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(Business Entity Name)

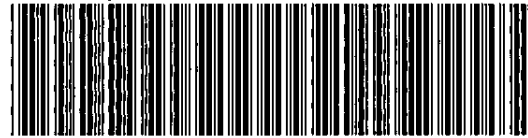
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 OCT 29 PM 2:36

N.C.
C.COULLIETTE

NOV 01 2010

EXAMINER

Autobytel Inc.
18872 MacArthur Blvd.
Irvine, CA 92612-4100
phone 949/225.4500



Lezli E. Beach
Senior Paralegal
Direct Line: 949.862.1391
Facsimile: 949.797.0411
LezliB@autobytel.com

October 25, 2010

Florida Department of State
Amendment Section
Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Autobytel Acquisition Subsidiary, Inc. – Document No. F10000003910

Dear Sir or Madam:

Enclosed please find one originally executed and one copy of the Amendment to Application for Authorization to Transact Business in Florida ("Amendment") for the entity identified above. Also enclosed is a Certified Copy of the Certificate of Amendment of Certificate of Incorporation reflecting the corporate name change in this entity's domestic state of Delaware which was filed on October 22, 2010.

Also enclosed is a check in the amount of \$43.75 as payment for the related filing fee (\$35.00) and certified copy fee (\$8.75). Please certify and return one copy of the Amendment to me in the enclosed postage-paid return envelope.

Please don't hesitate to contact me at (949) 862-1391 if there are any questions relating to this matter.

Thank you in advance for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to be "Lezli E. Beach", written over a circular stamp or seal.

Lezli E. Beach
Senior Paralegal

Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Autobytel Acquisition Subsidiary, Inc.
Name of Corporation

DOCUMENT NUMBER: F10000003910

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lezli E. Beach
Name of Contact Person

Autobytel Inc.
Firm/Company

18872 MacArthur Blvd., Suite 200
Address

Irvine, CA 92612
City/State and Zip Code

lezlib@autobytel.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lezli E. Beach at (949) 862-1391
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F10000003910

(Document number of corporation (if known))

1. Autobytel Acquisition Subsidiary, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware 3. 8/31/10
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 10/22/2010

5. Autobytel Florida, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

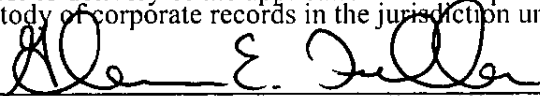
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Glenn E. Fuller
(Typed or printed name of person signing)

Secretary & V.P.
(Title of person signing)

DIVISION OF STATE
CORPORATIONS
10 OCT 29 PM 2:36

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AUTOBYTEL ACQUISITION SUBSIDIARY, INC.", CHANGING ITS NAME FROM "AUTOBYTEL ACQUISITION SUBSIDIARY, INC." TO "AUTOBYTEL FLORIDA, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF OCTOBER, A.D. 2010, AT 6:33 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

4863129 8100

101022094



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8309398

DATE: 10-25-10

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:38 PM 10/22/2010
FILED 06:33 PM 10/22/2010
SRV 101022094 - 4863129 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
AUTOBYTEL ACQUISITION SUBSIDIARY, INC.**

Autobytel Acquisition Subsidiary, Inc. (hereinafter called the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

1. The name of the Corporation is Autobytel Acquisition Subsidiary, Inc.
2. The certificate of incorporation of the Corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following new Article I:

"ARTICLE I

NAME OF CORPORATION

The name of the Corporation is Autobytel Florida, Inc."

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Executed on this 15th day of October, 2010.


Glenn E. Fuller, Vice President and Secretary

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUTOBYTEL FLORIDA, 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 TWENTY-FIFTH DAY OF OCTOBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AUTOBYTEL FLORIDA, INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF AUGUST, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

4863129 8300

101026257

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8309820

DATE: 10-25-10