



THE UNITED STATES  
CORPORATION  
COMPANY

M98000000933

ACCOUNT NO. : 072100000032

REFERENCE : 937681 4324340

AUTHORIZATION : *Patricia Pygott*

COST LIMIT : ~~\$10.00~~

ORDER DATE : August 24, 1998

285.00

ORDER TIME : 2:12 PM

100002624801--2

ORDER NO. : 937681-005

CUSTOMER NO: 4324340

CUSTOMER: Ms. Kierstin M. Shimmel  
Finn Dixon & Herling LLP  
One Landmark Square

Stamford, CT 06901

FOREIGN FILINGS

NAME: COLLISION TEAM OF FLORIDA, LLC

XXXX QUALIFICATION (TYPE: LL)

(5)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

RECEIVED  
93 AUG 25 PM 2:51  
DIVISION OF CORPORATION  
FILED  
98 AUG 25 AM 10:25  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

*BK 8/25/98*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
AUG 25 AM 10:25

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
AUG 25 AM 10:25

- FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
AUG 25 AM 10:25

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
AUG 25 AM 10:25

**TITLE:**

[illegible]

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 25 AM 10:25

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of \_\_\_\_\_

Collision Team of Florida, LLC deposes and says:

- 1) the above named limited liability company has at least <sup>one</sup> ~~two~~ member.
- 2) the total amount of cash contributed by the member(s) is \$ approximately \$4.5 million
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ -0- . . . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$4.5 million approx This total includes amounts from 2 and 3 above.

Collision Team of America, Inc.,  
Managing Member of  
Collision Team of Florida, LLC

By: 

Signature of a member or authorized representative of a member.  
(In accordance with section 808.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Kevin J. Martin, Chief Financial Officer

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 25 AM 10:25

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Collision Team of Florida, LLC

2. The name and address of the registered agent and office is:

Corporation Service Company

(Name)

1201 Hays Street

(P.O. Box not acceptable)

Tallahassee, FL 32301

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

By: *Lylwia M. White*  
(Signature)

8-24-98  
(Date)

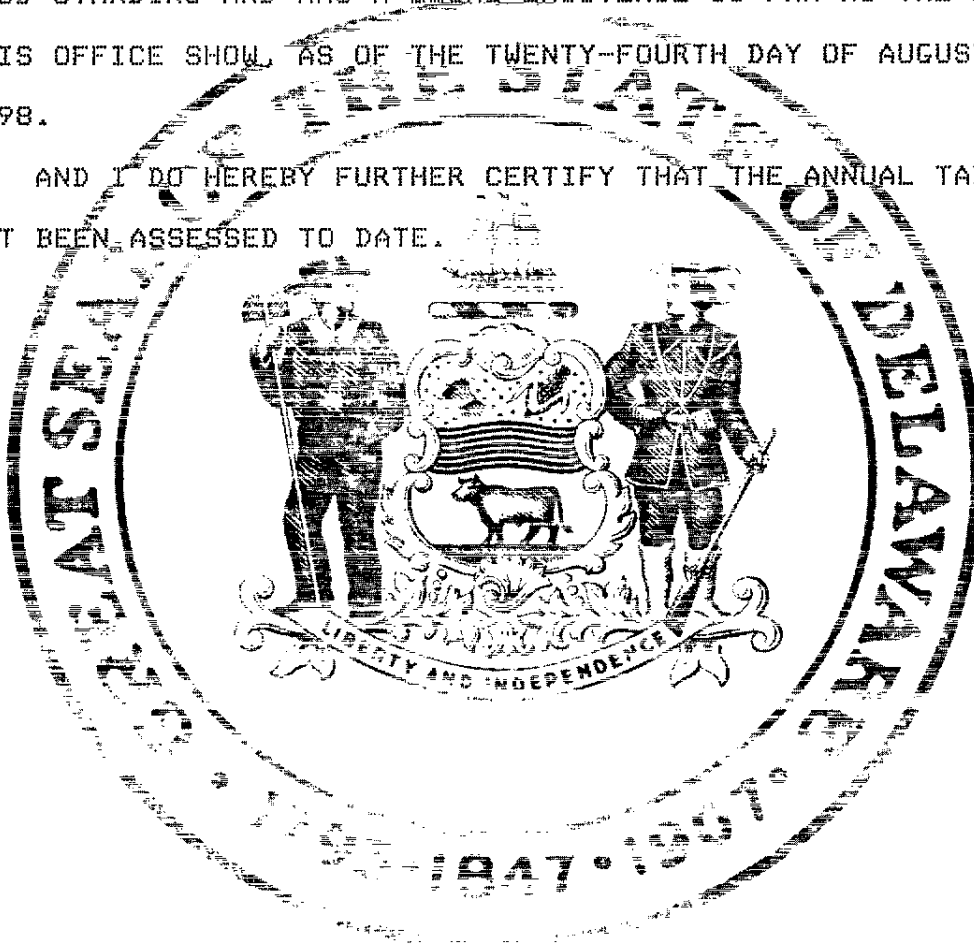
**Filing Fee: \$ 35 for Designation of Registered Agent**

*State of Delaware*  
Office of the Secretary of State

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 98 AUG 25 AM 10:25

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COLLISION TEAM OF FLORIDA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF AUGUST, A.D. 1998.

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



2934340 8300

981330632

*Edward J. Freel*

Edward J. Freel, Secretary of State

9267925

AUTHENTICATION:

08-24-98

DATE: