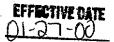
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Florida Department of State

Division of Corporations **Public Access System** Katherine Harris, Secretary of State



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To:

Division of Corporations

Fax Number

: (850)922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 : (305)541-3694 Phone : (305)541-3770 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

AUTONET INTERNATIONAL GROUP, INC.

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MsKnight

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FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State

January 28, 2000

EMPIRE

8501487-6013

SUBJECT: AUTONET INTERNATIONAL GROUP, INC.

REF: W00000002472

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Neysa Culligan Document Specialist FAX Aud. #: H00000004501 Letter Number: 700A00004048

ARTICLES OF INCORPORATION OF AUTONET INTERNATIONAL GROUP, INC.

OI-27-00

Article I - Name

The name of this corporation is AutoNet InterNational Group, Inc.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 100 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Principal Office: Mailing Address

The mailing address of this corporation is 10103 Hunt Club Lane, Palm Beach Gardens,

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EMPIRE CORPORATE KIT

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Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 10103 Hunt Club Lane, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent of this corporation at that address is FRANK J. MARTINO.

Article VIII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The name and address of the initial directors of this corporation are:

Frank I Martino, 10103 Hunt Club Lane, Palm Beach Gardens, Florida 33418
Mark H. Kletter, 177 East 75th Street, New York, NY 10021

Article IX - Incorporator

The name and address of the person signing these Articles is:

FRANK J. MARTINO 10103 Hunt Club Lane Palm Beach Gardens, Florida 33418

Article X - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders:

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Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this Andrew day of Own. 2000.

FRANKI MARTINO

STATE OF FLORIDA

ss:

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this day of 2000 by FRANK J. MARTINO, who is personally known to me or who has produced a druce line as identification.

Notary Public

STEPHANIE CHAPMAN

Notary Public Printed

My Commission Number:

My Commission Expires:



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Acceptance of Designation

The undersigned, FRANK J. MARTINO, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

FRANK J. MARTINO

SECRETARY OF STATE DIVISION OF CORPORATIONS

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