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From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

AUTONET INTERNATIONAL GROUP, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 28, 2000

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SUBJECT: AUTONET INTERNATIONAL GROUP, INC.
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
AUTONET INTERNATIONAL GROUP, INC.

EFFECTIVE DATE
01-27-00

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, Florida 33418.

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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 J. 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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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's
FRANK J. MARTINO

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