

Woodward, Pires & Lombardo, P.A.

ATTORNEYS-AT-LAW

October 9, 2000

P00000096025

Via Federal Express 8231 8353 9863

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

CRAIG R. WOODWARD*
MARK J. WOODWARD
ANTHONY P. PIRES, JR.**
J. CHRISTOPHER LOMBARDO
STEVEN V. BLOUNT
JOHN A. GARNER***
CARRIE E. LADEMAN
PAUL L. KUTCHER****

BURT L. SAUNDERS
OF COUNSEL

*Board Certified Real
Estate Attorney
**Board Certified City,
County and Local
Government Attorney
*** Also admitted in
Indiana and Georgia
**** Also admitted in
Pennsylvania

Re: International Manufacturers Warranty Systems of Florida, Inc.

200003420582--1
-10/10/00--01076--004
*****78.75 *****78.75

Dear Sir or Madame:

Enclosed you will find one original and one photocopy of Articles of Incorporation for International Manufacturers Warranty Systems of Florida, Inc. Please note that Article II contains an effective date of October 4, 2000.

Please file this document as provided by law and return to the undersigned the enclosed copy as well as the Certificate of Incorporation.

Also enclosed is a check in the amount of \$78.75 representing the filing fee for this corporation.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

John A. Garner
John A. Garner

EFFECTIVE DATE
10-4-00
FILED
00 OCT 10 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAG\

Enclosures

Please Respond to: Pelican Bay

Pelican Bay 801 Laurel Oak Dr., Suite 710, Naples, FL 34108 (941) 566-3131 Fax (941) 566-3161
Marco Island 606 Bald Eagle Dr., Suite 500, P.O. Box 1, Marco Island, FL 34146 (941) 394-5161 Fax (941) 642-6402

EFFECTIVE DATE
10-4-00

FILED
00 OCT 10 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
International Manufacturers Warranty
Systems of Florida, Inc.**

**ARTICLE I
CORPORATE NAME**

The name of this Corporation is: International Manufacturers Warranty Systems of Florida,
Inc.

**ARTICLE II
EFFECTIVE DATE**

These Articles of Incorporation shall be effective as of October 4, 2000.

**ARTICLE III
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is
10,000 common shares with a par value of \$0.10 each. Common shares shall be the only class of
shares which this Corporation shall have authority to issue.

**ARTICLE IV
INCORPORATOR**

The name and address of the incorporator are:

Name

Address

John A. Garner

Suite 710
801 Laurel Oak Drive
Naples, FL 34108-2707


ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 3099 Lancaster Drive, #1, Naples, Florida 34109, and the name of the initial registered agent of this Corporation at that address is: Andrew Tennent, Jr.

ARTICLE VI
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 3099 Lancaster Drive, #1, Naples, Florida 34109.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on October 9, 2000



John A. Garner, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
00 OCT 10 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

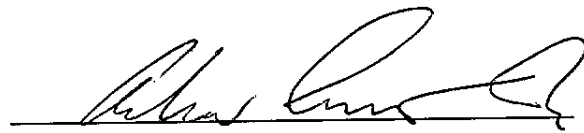
International Manufacturers Warranty Systems of Florida, Inc. desiring to organize or qualify
under the laws of the State of Florida, with its principal place of business located at 3099 Lancaster
Drive, #1, Naples, Florida 34109, has named Andrew Tennent, Jr., located at 3099 Lancaster Drive,
#1, Naples, Florida 34109 as its agent to accept service of process within Florida.

Dated: October 9, 2000


John A. Garner, Incorporator

Having been named to accept service of process for the above-stated corporation, at the place
designated in this Certificate, Andrew Tennent, Jr., hereby agrees to comply with the provisions of
all statutes relative to the proper and complete performance of its duties.

Dated: October 9, 2000


Andrew Tennent, Jr.