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Florida Department of State
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To:

Division of Corporations
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From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
Account Number : 076077000521
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FLORIDA PROFIT CORPORATION OR P.A.

GM America Representations, Inc.

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

McKnight

JUN 22 2001

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**ARTICLES OF INCORPORATION
OF**

GM AMERICA REPRESENTATIONS, INC.

The undersigned incorporator for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

GM AMERICA REPRESENTATIONS, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office address and mailing address of this Corporation is 1560 Sawgrass Corporate Parkway, 4th Floor, Sunrise, FL 33326

ARTICLES III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$0.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 1560 Sawgrass Corporate Parkway, 4th Floor, Sunrise, FL 33326, and the initial registered agent of the Corporation at that address shall be Giovanni Maddaloni.

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ARTICLE V
INCORPORATOR

The name and street address of the persons signing these Articles of
Incorporation is:

Giovanni Maddaloni
1560 Sawgrass Corporate Parkway
4th Floor
Sunrise, FL 33326

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals this
22nd day of June, 2001.

[Signature]
6/22/01

[Signature]
Giovanni Maddaloni
Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these
Articles of Incorporation, hereby accepts the appointment as such registered
agent, and acknowledges that he is familiar with, and accepts the obligations
imposed upon registered agents under, the Florida Business Corporation Act,
including specifically Section 607-0505.

[Signature]
Giovanni Maddaloni
Registered Agent