

**P07000063559**

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**SUNCAR HOLDINGS, INC.**

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T. Burch MAY 30 2007

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**ARTICLES OF INCORPORATION  
OF  
SUNCAR HOLDINGS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Suncar Holdings, Inc.

2. Principal Office and Mailing Address. The address of the principal office and the mailing address of the Corporation is:

96 Old Forest Hill Road  
Toronto, Ontario M5P 2R5

3. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Peter T. Currin  
200 South Orange Avenue  
Sarasota, Florida 34236

6. Incorporator. The name and address of the incorporator of the Corporation is:

Peter T. Currin  
200 South Orange Avenue  
Sarasota, Florida 34236

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7. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 29 day of May 2007.



Peter T. Currin  
Incorporator

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, is familiar with, and accepts, the obligations of that position.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.



Peter T. Currin  
Registered Agent

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