

P12000052324

(Requestor's Name)

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☐ PICK-UP

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(Business Entity Name)

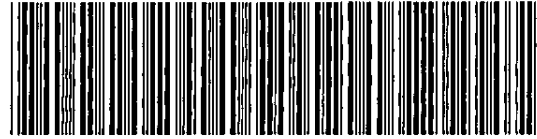
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W12000031378



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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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12 JUN -8 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of 6/8/12

Timothy G. Schoenwalder
Requester's Name
Blank & Michan, P.A.
204 S. Monroe Street
Address
Tallahassee, FL 32301
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Hyundai Protection Plan Florida, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☒ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
DEPARTMENT OF STATE
12 JUN -8 PM 1:47

June 8, 2012

TIMOTHY G. SCHOENWALDER
204 S MONROE STREET
TALLAHASSEE, FL 32301

SUBJECT: HYUNDAI PROTECTION PLAN FLORIDA INC.
Ref. Number: W12000031378

We have received your document for HYUNDAI PROTECTION PLAN FLORIDA INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires any business entity serving in the capacity of a registered agent to have an active registration or filing on our records.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 812A00016269

FILED
12 JUN -8 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HYUNDAI PROTECTION PLAN FLORIDA, INC.

FILED
12 JUN -8 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of Chapter 607, Florida Statutes, do hereby certify as follows:

ARTICLE I

The name of the corporation is Hyundai Protection Plan Florida, Inc. (hereinafter called the "Corporation"), which maintains its principal offices at 3161 Michelson Drive, Suite 1900 Irvine, CA 92612. The Corporation's existence shall be perpetual.

ARTICLE II

The Corporation's registered agent is Blank & Meenan, P.A., whose address is 204 S. Monroe Street, Tallahassee, Florida 32301. A copy of the required written acceptance of designation as registered agent is appended hereto as Exhibit A.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under Chapter 607, Florida Statutes. The Corporation may do business within or outside the State of Florida.

ARTICLE IV

The Corporation shall have authority to issue a total of One Thousand (1,000) shares of Common Stock, no par value.

ARTICLE V

The name and address of the Sole Incorporator are as follows:

Name: Timothy G. Schoenwalder
Blank & Meenan, P.A.
Address: 204 S. Monroe Street
Tallahassee, Florida 32301

ARTICLE VI

The following provisions are inserted for the management of the business and for the conduct of the affairs of the Corporation, and for further definition, limitation and regulation of the powers of the Corporation, its directors, and stockholders:

(a) The Corporation shall always have at least three (3) directors, and may have as many as five (5) directors as permitted or otherwise fixed by the by-laws. Election of directors need not be by ballot unless the by-laws so provide. Daekyoon Kwon, Min Sok Randy Park, and Ron Haughey shall be the initial Directors.

(b) The Board of Directors shall have power without assent or vote of the stockholders to make, alter, amend, change, add to or repeal the by-laws of the Corporation as provided in the by-laws of the Corporation; to fix and vary the amount to be reserved for any proper purpose; to authorize and cause to be executed mortgages and liens upon all or any part of the property of the Corporation; to determine the use and disposition of any surplus or net profits; and to fix the times for the declaration and payment of dividends.

(c) The Board of Directors in its discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of the

Corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and binding upon the Corporation and upon all the stockholders as though it had been approved or ratified by every stockholder of the Corporation, whether or not the contract or act would otherwise be open to legal attack because of any director's interest, or for any other reason.

(d) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the Directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation; subject, nevertheless, to the provisions of the statutes of Florida, of this certificate, and to any by-laws from time to time made by the stockholders; provided, however, that no by-law so made shall invalidate any prior act of the Directors which would have been valid if such by-law had not been made.

ARTICLE VII

The following provisions are inserted for the benefit of the Directors and Officers of the Corporation.

(a) The personal liability of the Directors and Officers of the Corporation is hereby eliminated to the fullest extent permitted by Chapter 607, Florida Statutes, as the same may be amended and supplemented.

(b) To the fullest extent permitted by Chapter 607, Florida Statutes, as the same may be amended and supplemented, the Corporation shall indemnify its Directors and Officers under Chapter 607 from and against any and all of the expenses, liabilities or other matter referred to in or covered by Chapter 607, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law

agreement, vote of stockholders or disinterested Directors or otherwise, both as to any action in that person's official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, Officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

(c) Any modification of this Article VII by the stockholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the personal liability of a Director or Officer of the Corporation existing at the time of such modification.

IN WITNESS THEREOF, I have hereunto set my hand this 8th day of June, 2012.

Incorporator
Timothy G. Schoenwalder



204 S. Monroe St., Tallahassee, Florida 32301

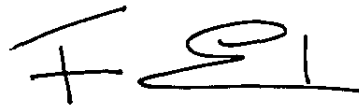
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS ON REGISTERED AGENT WITHIN THE STATE OF FLORIDA,
DESIGNATING AGENT UPON WHOM PROCESS MAY BE VERIFIED,
AND AGENT'S ACCEPTANCE OF DESIGNATION**

Pursuant to Chapters 48 and 607, Florida Statutes, the following is submitted in compliance with said Acts:

Hyundai Protection Plan Florida, Inc., a corporation organized under the laws of the State of Florida, has named Blank & Meenan, P.A., 204 S. Monroe St., Tallahassee, Florida 32301, Leon County, Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT: Having been designated to accept service of process for the above stated company, at the place designated in this Certificate, the undersigned hereby accepts the designation and agrees to act in this capacity and comply with the provisions of said Acts relative to keeping open said office.

Date June 8, 2012, in Tallahassee, Florida.



Timothy G. Schoenwalder

FILED
12 JUN -8 PM 3 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA