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BERGER & DAVIS, P.A.
ATTORNEYS AT LAW

April 12, 1996

VIA FEDERAL EXPRESS

Elizabeth Moss
Berger & Davis, P.A.
215 S. Monroe Street, Suite 804
Tallahassee, FL 32301

Re: Filing Articles of Incorporation for Auto Resolution,
Inc. and Limited Partnership documents for Auto
Resolution, Ltd.

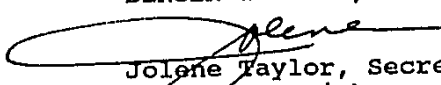
Dear Elizabeth:

Enclosed you will find Articles of Incorporation for Auto Resolution, Inc. and Limited Partnership documents for Auto Resolution, Ltd., as well as our check in the amount of \$262.50 for the filing fees and fee for certified copies for each entity. Please call me on Monday upon receipt of this package before sending the documents over to be filed.

Thanks very much. Hope you had a great weekend.

Sincerely,

BERGER & DAVIS, P.A.


Jolene Taylor, Secretary to
Nick Giovanovich

:jt

Enc.

FILED
ES APR 15 PM 1:1
300001780798
-04/15/96--01094--012
****262.50 ****122.50

SECTION OF CORPORATION
APR 15 AM 10:43

SMS
4/15/96

**ARTICLES OF INCORPORATION
OF
AUTO RESOLUTION, INC.
A FLORIDA CORPORATION**

FILED
96 APR 15 PM 4:11
RECEIVED THE STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is Auto Resolution, Inc.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

100 Bay Colony
Fort Lauderdale, Florida, 33308

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 Bay Colony, Fort Lauderdale, Florida, 33308, and the name of the initial Registered Agent of the Corporation at that address is George Levin.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
GEORGE LEVIN	100 Bay Colony Fort Lauderdale, FL 33308

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are as follows:

Name

Address

GEORGE LEVIN

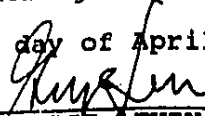
100 Bay Colony
Fort Lauderdale, FL 33308

ARTICLE IX

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of April, 1996.



GEORGE LEVIN
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

Sworn to and subscribed before me this 12th day of April
1996, by GEORGE LEVIN.

(X) Personally known to me; or

() Produced Identification; Type of Identification produced
_____.

NOTARY PUBLIC:

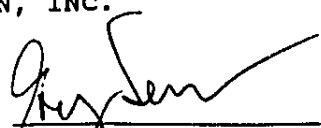
Sign: _____
Print Name: _____
Commission No.: _____
My Commission Expires: _____



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of AUTO RESOLUTION, INC., as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of AUTO RESOLUTION, INC.

Date: April 12, 1996



GEORGE LEVIN
Initial Registered Agent

FILED
96 APR 15 PM 1:11
CLERK OF STATE
TALLAHASSEE, FLORIDA