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PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

96 APR 18 PM 4:08

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 923222 4303929

AUTHORIZATION :

COST LIMIT : \$122.50

ORDER DATE : April 18, 1996

ORDER TIME : 11:0 AM

800001785958

ORDER NO. : 923222

CUSTOMER NO: 4303929

CUSTOMER: Mr. Abby Rodriguez  
GREENBERG TRAUIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
20th Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC FILING

NAME: CARMATE CORPORATION

EFFECTIVE DATE: \_\_\_\_\_

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS: \_\_\_\_\_

4-18-96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 15, 1996

CSC NETWORKS

The name CARMATE CORPORATION has been reserved for 120 days beginning April 15, 1996. The reservation number is R96000001896 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 096A00017325

TO: Donna Kendrick  
c/o CSS  
1201 Hays Street  
Tallahassee, FL 32301

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Articles of Incorporation  
OF  
CarMate Corporation

FILED  
96 APR 18 PM 4:08  
SEC. OF STATE  
TALLAHASSEE, FLA.

ARTICLE I

The name of the corporation is CarMate Corporation (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 8603 South Dixie Highway, Suite 271, Miami, Florida 33143.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, City of Miami, County of Dade, State of Florida 33131, and the name of its initial registered agent at such office is **JUAN P. LOUMIET**.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to

time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Mr. Claudio J. Mendoza  
8603 So. Dixie Highway  
Suite 271  
Miami, Florida 33143

Mr. Manuel Lopez  
8603 So. Dixie Highway  
Suite 271  
Miami, Florida 33143

Mr. Juan P. Loumiet  
c/o Greenberg Traurig  
1221 Brickell Avenue  
Miami, Florida 33131


#### ARTICLE VII

The name of the Incorporator is Juan P. Loumiet and the address of the Incorporator is c/o Greenberg, Traurig, Hoffman, Lipoff, Rosen & Quentel, P.A., 1221 Brickell Avenue, Miami, Florida 33131.

#### ARTICLE VIII

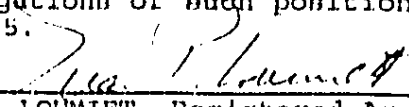
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 17th day of April, 1996.

  
\_\_\_\_\_  
JUAN P. LOUMIET - Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of CarMate Corporation, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
\_\_\_\_\_  
JUAN P. LOUMIET, Registered Agent

Dated: April 17, 1996.

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FILED  
96 APR 18 PM 4:06  
TALLAHASSEE, FLORIDA