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FEDERAL EXPRESS

May 15, 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

100001825351
-05/16/96--01116--008
****122.50 ****122.50

Re: Coral Gables Auto Appraisal, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-mentioned corporation and my check in the amount of \$122.50 in payment of the filing fee, registered agent fee and the certified copy fee. Please return to me as soon as possible a certified copy of the Articles of Incorporation showing the date of filing.

Very sincerely yours,



Robert J. Schaffer, Esq.

RJS:sfs
Encl.

FILED
96 MAY 16 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REC
5023-9

ARTICLES OF INCORPORATION
OF
CORAL GABLES AUTO APPRAISAL, INC.

FILED
96 MAY 16 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation pursuant to the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is CORAL GABLES AUTO APPRAISAL, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation with the Department of State of Florida.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in and transacting any and all lawful activity and business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue ONE THOUSAND (1000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Should the capital stock be increased at any time, the shareholders at the time of each increase shall be entitled to a pro-rata share of such increase upon payment for the shares at a price not less than par value.

ARTICLE VI - BOARD OF DIRECTORS

The Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the By-Laws of the Corporation, but there shall always be at least one (1) Director. The names and addresses of the initial Directors of the Corporation are:

RONALD THOMPSON
4220 Laguna Street
Coral Gables, Florida 33146

LINDA THOMPSON
4220 Laguna Street
Coral Gables, Florida 33146

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent now or hereafter permitted by law.

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws for this Corporation shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended and repealed by the Board of Directors.

ARTICLE X - INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:

Robert J. Schaffer
4675 Ponce de Leon Blvd.
Suite 305
Coral Gables, Florida 33146

ARTICLE XI - PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's principal office address is: 4220 Laguna Street, Coral Gables, Florida 33146. Its mailing address is the same.

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 4675 Ponce de Leon Blvd., Suite 305, Coral Gables, Florida 33146. The name of the initial registered agent of the Corporation at that address is Robert J. Schaffer.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed these Articles of Incorporation this 15th day of May, 1996.

Robert J. Schaffer
Incorporator

STATE OF FLORIDA :
:SS
COUNTY OF DADE :

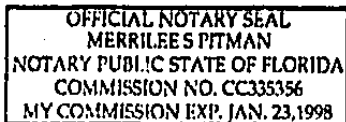
BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, appeared ROBERT J. SCHAFFER, who is personally known to and by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 15th day of May, 1996.

Merrilee S. Pitman
NOTARY PUBLIC
State of Florida at Large

My commission expires:


Merrilee S. Pitman




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTIONS 48.091 AND 607.0505 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED.

CORAL GABLES AUTO APPRAISAL, INC., DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 4220 LAGUNA STREET, CITY OF CORAL GABLES, STATE OF FLORIDA 33146, HAS NAMED ROBERT J. SCHAFFER, LOCATED AT 4675 PONCE DE LEON BLVD., SUITE 305, CITY OF CORAL GABLES, STATE OF FLORIDA 33146, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


ROBERT J. SCHAFFER
INCORPORATOR

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THAT CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.


ROBERT J. SCHAFFER
REGISTERED AGENT

DATED: May 15, 1996

FILED
96 MAY 16 AM 9:46
SECRETARY OF STATE
TALLAHASSEE
FLORIDA